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Division of Corporations

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Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone : (850)222-1092 Pax Number : (850)878-5926

COR AMND/RESTATE/CORRECT OR O/D RESIGN

HERITAGE CAPITAL CREDIT CORPORATION

Certificate of Status Certified Copy Page Count 03 Estimated Charge \$35,00

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2/2008 -

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To: 13026582919

Articles of Amendment to Articles of Incorporation of

Heritage Capital Credit Corporation
(Name of corporation as ourrently filed with the Florida Dept. of State)
L10578
(Document number of corporation (if known)
Pursuant to the provisions of section 607.1006, Florida Statutes, this <i>Florida Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:
NEW CORPORATE NAME (if changing):
(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.") (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")
AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)
THE CORPORATION HEREBY AMENDS ARTICLE IV TO
INCREASE ITS AUTHORIZED SHARES TO 10,000,000,000
SHARES OF COMMON STSOCK AND 10,000,000 SHARES
OF PREFERRED STOCK, PAR VALUE OF EACH CLASS SHALL
REMAIN AT \$0.001.
(Attach additional pages if necessary)
If an amendment provides for exchange, reclassification, or cancellation of issued shares, provision for implementing the amendment if not contained in the amendment itself: (If not applicable, indicate N
N/A
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(continued)

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The date of each amendment(s) adoption: February 12, 2008
Effective date if applicable: February 12, 2008
(no more than 90 days after amondment file date)
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to write separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by
(voting group)
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature (By a director, president or other officer of directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other count appointed fiduciary by that fiduciary)
G. Carol Johnson (Typed or printed name of person signing)
Chairman/CEO/President (Title of person signing)

FILING FEE: \$35