

VanCleave Enterprises, LLC
407 WILLOW SPRING ROAD, SUITE 245
LONGWOOD, FLORIDA 32779

TELEPHONE 407.786.3939
TELECOPIER 407.786.3918

March 14, 2002

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500005110375--7
-03/15/02--01035--013
*****60.00 *****60.00

RE: Name Amendment for VanCleave Enterprises, LLC to Challenge Financial
Services, LLC, Document No. M01000000875

Dear Sir or Madam:

Transmitted herewith for filing are the necessary documents to obtain a name amendment for
VanCleave Enterprises, LLC. The new name will be Challenge Financial Services, LLC. The
documents consist of the following:

- Application by Foreign Limited Liability Company to File Amendment to Application
for Authorization to Transact Business in Florida
- Certificate of Amendment to Articles of Organization for a Nevada Limited Liability
Company
- Certificate of Existence with Status in Good Standing
- Check in the amount of \$60.00 made payable to the Florida Department of State, which
represents the filing fee, certified copy fee and Certificate of Status fee.

If you require any additional documentation or have any questions, please feel free to contact
me.

Sincerely,

Market Growth, LLC,
Managing Member

By

Barry Lee Fulco
Barry Lee Fulco, as Trustee of the
Barry Lee Fulco Revocable Living Trust
Dated March 22, 2001, Managing Member
of Market Growth, LLC

Enclosures: As stated.

FILED
02 MAR 15 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M01-875
de

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: VanCleave Enterprises, LLC
2. Jurisdiction of its organization: Nevada
3. Date authorized to do business in Florida: April 16, 2001

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? March 5, 2002
5. New name of the limited liability company: Challenge Financial Services, LLC
6. If the amendment changes the period of duration, indicate new period of duration: N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized
representative of a member

BARRY FULCO
Typed or printed name of signee

Filing Fee: \$25.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 15 AM 9:25

FILED

DEAN HELLER
Secretary of State

202 North Carson Street
Carson City, Nevada 89701
(775) 684-5708

Amendment to
Articles of Organization
(PURSUANT TO NRS 86.221)

Office Use Only:

FILED # LLC 3009-01

MAR 05 2002

Important: Read attached instructions before completing

IN THE OFFICE OF
Dean Heller
DEAN HELLER, SECRETARY OF STATE

Certificate of Amendment to Articles of Organization
For a Nevada Limited Liability Company
(Pursuant to NRS 86.221)
- Remit in Duplicate -

1. Name of Limited Liability Company: VanCleave Enterprises, LLC
2. Date of filing of the articles of organization: March 26, 2001
3. The articles have been amended as follows (provide article numbers, if available): File Number: LLC3009-2001*
 - A. The Limited-Liability Company name is changed to:
Challenge Financial Services, LLC.
4. Signature (must be signed by at least one manager or by a managing member).

Market Growth, LLC, a Nevada Limited
Liability Company,

Market Growth, LLC, a Nevada Limited
Liability Company,

By: *Barry Lee Fulco*
Barry Lee Fulco, as Trustee of the Barry Lee
Fulco Revocable Living Trust dated March 22,
2001, Managing Member of Market Growth,
LLC

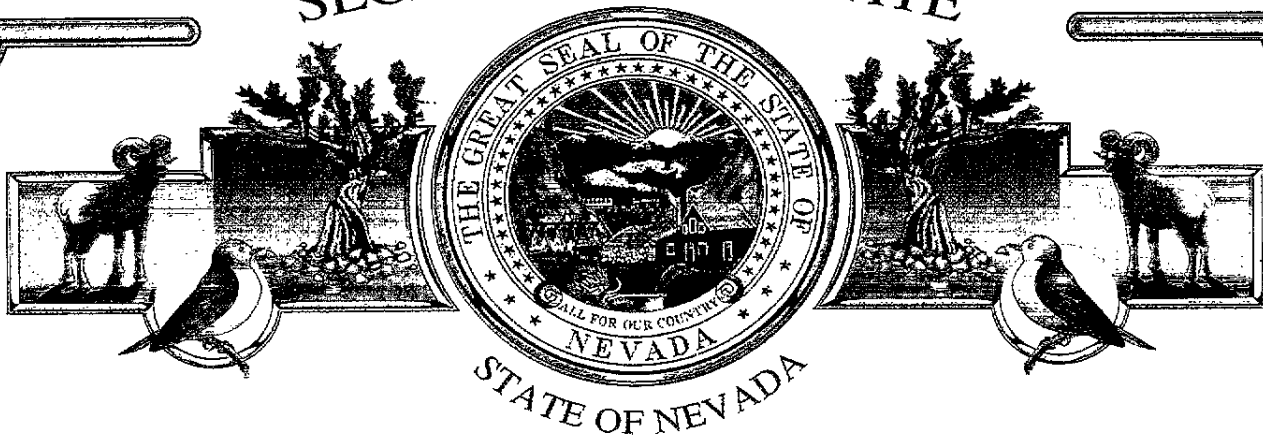
By: *Jay Michael Zajan*
Jay Michael Zajan, as Trustee of the Jay
Michael Zajan Revocable Living Trust dated
March 22, 2001, Managing Member of
Market Growth, LLC

- *1) If adding managers, provide names and addresses.
- 2) If amending company name, it must contain the words "Limited Liability Company," "Limited Company," or "Limited" or the abbreviations "Ltd.," "L.L.C." or "L.C.," "LLC or "LC." The word "Company" may be abbreviated as "Co."

FILING FEE: \$150.00

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **VANCLEAVE ENTERPRISES, LLC**, as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since March 26, 2001, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on March 4, 2002.



DEAN HELLER
Secretary of State

By

Certification Clerk