N01000005396

Howard L. Schwartz, P.A.

6501 Congress Avenue Suite 120
Boca Raton, Florida 33487

02 JAN -7 AM 9: 16

Howard L. Schwartz, Esquire 561-997-0000

Facsimile:

561-998-5850

SLUKE MAKY OF STATE TALLAHASSEE. FLORIDA Assistant: Susan Landesman

561-241-0000

October 5, 2001

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 000004754830--0 -01/07/02--01028--027 ****140.00 ******35.00

Re:

Articles of Amendment to Articles of Incorporation of:

CREDIT EXPRESS USA, INC., CREDIT COUNSELING EXPRESS, INC., CREDIT COUNSELING OF AMERICA, INC., CREDIT DEBT USA, INC.

Dear Sir/Madam:

Enclosed, are the original and one copy of the Articles of Amendment for the above referenced Non-Profit Corporations.

After filing, please return one certified copy of the Amendment to this office. Enclosed, is our check for \$140.00, \$35.00 for each amendment. Please file these Amendments as soon as possible.

Amond 1-15-02

If you have any questions, please do not hesitate to contact my office.

Very truly yours,

Howard L. Schwartz, P.A.

Howard L. Schwartz

HLS/sl

Corel\Clients\May.S\.ArtofAmend.100501

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

02 JAN -7 AM 9: 16

CREDIT COUNSELING EXPRESS, INC.

(Present name)

SECRETARY OF STATE FALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida non-profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE III. PURPOSE(S)

Article three (3), The purposes of the Corporation are hereby amended as follows:

The purposes for which CREDIT COUNSELING EXPRESS, INC. is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purposes.

ARTICLE IX. DIRECTORS

Article Nine (9), Directors shall be amended as follows:

The address of director Samuel F. May, Jr. is hereby amended as follows:

Samuel F. May, Jr. 20283 State Road 7 Suite 300 Boca Raton, FL 33498

SECOND: The date of each amendment's adoption: The date of each amendment's adoption
is -8-1-01.
THIRD: Adoption of Amendment(s) (Check One)
The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.
Signed this 5 day of Oeliber 2001.
Signature(By the Chairman or Vice Chairman, President or other officer
(b) the Chamman of vice Chamman, President of other officer
Howard L. Schwartz
Typed or printed name
Director
Title