N01000005398

Howard L. Schwartz, P.A.

6501 Congress Avenue Suite 120 Boca Raton, Florida 33487

Howard L. Schwartz, Esquire 561-997-0000

Facsimile:

561-998-5850

Assistant: Susan Landesman

561-241-0000

October 5, 2001

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 900004754829--3 -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.

172-03

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 CREDIT EXPRESS, INC.

FILED

02 JAN -7 AM 9: 16

DECKE MAY OF STATE TALLAHASSEE, FLORIDA

(Present name)

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 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. and John Messina are hereby amended as follows:

Samuel F. May, Jr. 20283 State Road 7 Suite 300 Boca Raton, FL 33498 John Messina 11387-B W. Palmetto Park Rd. Boca Raton, FL 33428

A STATE OF THE STA