

N96000005617  
AAA Financial Corporation  
THE MORTGAGE SAVINGS PROGRAM M<sup>TM</sup>  
Licensed Mortgage Lenders

February 6, 1997

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-02/07/97--01037--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

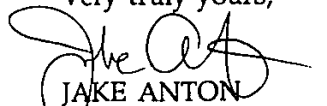
Re: Save!America! Foundation Corp.

Dear Sir or Madam:

Enclosed please find our Articles of Amendment for the above-referenced corporation along with our check for \$87.50. Please send me a certified copy of the amendment in the envelope provided.

If you have any questions, please contact me at (800) 344-2530, ext. 126.

Very truly yours,

  
JAKE ANTON  
Compliance Manager

FILED  
SECTION OF STATE  
DIVISION OF CORPORATIONS  
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Amend  
TLL APR 2 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 13, 1997

JAKE ANTON  
AAA FINANCIAL CORPORATION  
9601 WEST SAMPLE ROAD  
CORAL SPRINGS, FL 33065

SUBJECT: SAVE! AMERICA! FOUNDATION CORP.  
Ref. Number: N96000005617

We have received your document for SAVE! AMERICA! FOUNDATION CORP. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Not for corporations do not have shareholders, please delete this word from your document and add one of the statements below.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 397A00007901

**ARTICLES OF AMENDMENT  
OF  
SAVE! AMERICA! FOUNDATION CORP.**

Pursuant to Florida Statutes Section 617.1006, the Articles of Incorporation of Save! America! Foundation Corp., are hereby amended as follows:

1. Article II is hereby amended to read:

**ARTICLE II**

Section 1. The exclusive purpose of this organization shall be to promote literary, charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), or any of them, both directly and by gifts or contributions to any other organization which qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), and shall include but not be limited to the following specific purposes in furtherance of its exempt purposes:

(a). To foster debt reduction disciplines throughout the United States so that sound financial information and other programs designed to alter debt-ridden lifestyles become more and more commonplace.

(b). To act as an advisory body to individuals and families in order to aid them in developing financial security and in sharing that information with other needy individuals and families.

(c). To promote educational programs regarding the advantages inherent in debt reduction and financial security.

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DIVISION OF  
SECRETARY OF  
TREASURY

(d). To seek cooperative agreements with other organizations in the debt reduction and financial management fields for the purpose of advancing financial wellbeing.

(e). To provide a clearinghouse of information regarding debt reduction and financial security resources available as well as historical information regarding experiences of other organizations involved in similar activities.

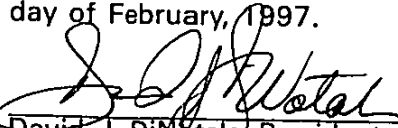
Section 2. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

Section 4. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.


2. As there are no members and no members are entitled to vote, the foregoing amendment was adopted on December 30, 1996, by the Board of Directors.

In witness whereof, I have executed these Articles of Amendment this 18th day of February, 1997.

  
David J. DiNatale President and Director

State of Florida  
County of Broward

The foregoing instrument was acknowledged before me this 18th day of February, 1997, by David J. DiNatale, the President and Director of Save! America! Foundation Corp., a Florida corporation, on behalf of the corporation.

  
Notary Public Commission no. CC583813

