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June 10, 1998

DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

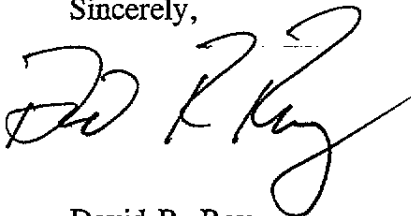
Re: The Institute For The Advancement of Micro Lending, Inc.
Articles of Amendment

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Amendment along with a check for \$35.00 to cover the filing fees for the above referenced corporation.

If there are any problems, do not hesitate to contact me.

Sincerely,



David R. Roy

DRR/cm

Enclosure

cc: Bob Mahoney

400002560184--6
-06/16/98--01010--002
*****35.00 *****35.00

FILED
98 JUN 15 PM 12: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/c + Amend

See 6/18

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION FOR
THE INSTITUTE FOR THE ADVANCEMENT OF MICRO LENDING, INC.

FILED
98 JUN 15 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a director and member of The Institute For The Advancement of Micro Lending, Inc., a Florida corporation, hereby certifies that the following Amendments to the Articles of Incorporation were duly adopted unanimously by all directors and members at a meeting duly held by them on the 4th day of June, 1998.

AMENDMENTS

1. Article I is amended to read as follows:

The name of this Corporation is The Institute for Advancement of Micro Finance, Inc., a corporation not for profit.

2. Article III is amended to read as follows:

The purpose for which the corporation is organized are as follows:

A. To receive and to administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation and to give funds and property from time to time to other organizations to be used or held for use directly in carrying out one or more such purpose.

B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501(c)(3) of the code, with all powers conferred on nonprofit corporations under the laws of the State of Florida.

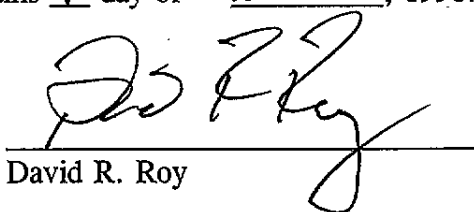
D. A not for profit organization dedicated to the Advancement of Micro Finance.

3. Article V is amended to read as follows:

The street address of the registered agent office of this corporation is 4209 N. Federal Hwy., Pompano Beach, FL 33064 and the name of the registered agent of this corporation at this address is David R. Roy, P.A..

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

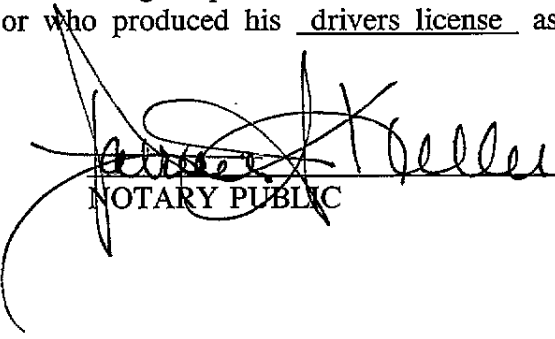
IN WITNESS WHEREOF, I hereby set my hand this 9 day of JUNE, 1998.


David R. Roy

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 9 day of June, 1998, by David R. Roy, as a director and member of the foregoing corporation, on behalf of the corporation and who is personally known to me or who produced his drivers license as identification and who did take an oath.




NOTARY PUBLIC

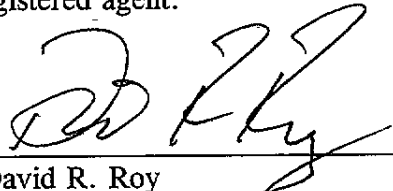
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is The Institute For Advancement of Micro Finance, Inc.
2. The name and address of the registered agent and office is:

David R. Roy, P.A.
4209 N. Federal Hwy.
Pompano Beach, FL 33064

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



David R. Roy
Registered Agent