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(Corporation Name) (Document #)
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AMENDMENTS

- Amendment *N/C*
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
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Examiner's Initials

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ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
U.S. CREDIT CARD PROCESSING CORP.

Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of U.S. CREDIT CARD PROCESSING CORP. (the "Corporation") are hereby amended according to these Articles of Amendment:

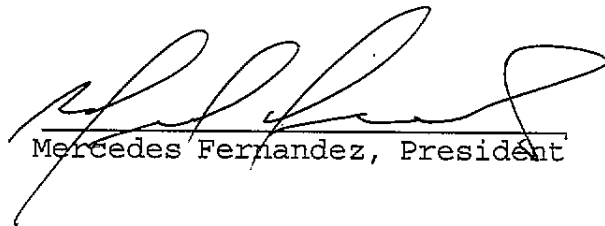
FIRST: The name of this Corporation is U.S. CREDIT CARD PROCESSING CORP.

SECOND: Article I of the Articles of Incorporation is hereby deleted in its entirety and the following inserted in lieu thereof:

"The name of this Corporation is USCC LIQUIDATING CORP."

THIRD: The foregoing amendment was adopted on February 8, 2002, by joint written consent of the sole shareholder and sole director of the Corporation, constituting a sufficient number of votes for the amendment to be approved in accordance with the Florida Statutes.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed this instrument this 8th day of February, 2002.


Mercedes Fernandez, President