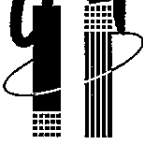


P00000045957



FILED

H e m i s p h e r e N a t i o n a l B a n k

01 FEB 26 AM 9:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 13, 2001

Department of State
Division of Corporations
State of Florida
409 East Gaines Street
Tallahassee, FL 32399

200003768572--2
-02/26/01-01142-003
****43.75 ****43.75

Re: Articles of Amendment, ImportCard.com, Inc., a Florida corporation

Gentlemen:

Enclosed for filing are the executed Articles of Amendment to the Articles of Incorporation for ImportCard.Com, Inc. and one copy of such Articles.

Please send evidence of the acceptance of this filing to the attention of the undersigned as soon as it is available.

Enclosed is a check made to the order of the Department of State in the amount of \$43.75.

Thank you for your prompt attention to this matter

Sincerely,

NC
2-28-01
AMS


Carlos Milian

Enclosures

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
IMPORTCARD.COM, INC.

FILED
01 FEB 26 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with the provisions of Sections 607.1005 and 607.1006 of the Florida Business Corporation Act, as amended, ImportCard.com, Inc. (the "Corporation") does hereby deliver to the Department of State for filing these Articles of Amendment to the Articles of Incorporation of the Corporation, which shall be effective upon filing, without action by the shareholders of the Corporation.

FIRST: The name of the Corporation is "ImportCard.Com, Inc."

SECOND: The text of the amendment adopted is as follows:

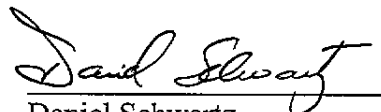
Article I of the Articles of Incorporation of the Corporation is hereby amended by restating Article I in its entirety as follows:

The name of the corporation shall be "ImportCard Financial, Inc." and its principal offices shall be located at, and its mailing address shall be 2159 Coral Way, Miami, Florida 33145-2627.

THIRD: The foregoing amendment was adopted by the Board of Directors of the Corporation on December 5, 2000.

FOURTH: The amendment was adopted by the Board of Directors without shareholder action, which shareholder action was not required.

IN WITNESS WHEREOF, the undersigned, duly authorized, has executed these Articles of Amendment this 13th day of February, 2001.



Daniel Schwartz
Chairman of the Board of
Directors, and Director

STATE OF FLORIDA
COUNTY OF DADE


Before me, _____, on this day personally appeared Daniel Schwartz, known to me to be a member of and Chairman of the Board of Directors of ImportCard.Com, Inc., who being by me first duly sworn, did acknowledge that he had executed the foregoing instrument in his capacity as such as the act and deed of ImportCard.Com, Inc., and that it was true, correct and complete.

WITNESS MY HAND AND SEAL this 13th day of February, 2001.

[Seal]



Meryl-Ann Delisser
My Commission CC795372
Expires December 6, 2002



Notary Public, State of
Florida

My Commission Expires 12/6/2002