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BASIC AMENDMENT

NEW MILENIUM CASH EXCHANGE, INC.

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Page Count	03
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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05 SEP 13 AM 9:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NEW MILENIUM CASH EXCHANGE, INC.
(Present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 V: New Registered Agent

FLOR ANGELA LOPEZ
1434 COLLINS AVENUE SUITE 1
MIAMI BEACH FL 33139

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Flor Angela Lopez
Registered Agent Signature

ARTICLE VI: DIRECTORS

- (CHANGE) FLOR ANGELA LOPEZ to PRESIDENT
- (CHANGE) PEDRO A LOPEZ to TREASURER
- (ADD) ERIK RODRIGUEZ as VICE-PRES
6460 NW 29TH STREET
SUNRISE FL 33313
- (DELETE) FLOR ANGELA MUNOZ

SECOND: If an amendment provides for an exchange, reclassification or cancellation.

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Issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

FLOR ANGELA LOPEZ shall hold 25% of the shares of mentioned corporation
ERIK RODRIGUEZ shall hold 50% of the shares of mentioned corporation
PEDRO A LOPEZ shall hold 25% of the shares of mentioned corporation

THIRD: The date of each amendment's adoption: 09/01/05

FOURTH: Adoption of Amendment(s) (check one):

- The amendment(s) was/were adopted by the incorporates without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each group entitled to vote separately, on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(Voting group)

Signed this 1st day of September 2005.

Signature _____ *Flora Lopez* _____
(By the Chairman of the Board of Directors, President or other officer if adopted by the shareholder's)

OR

(By a director if adopted by the directors)

OR

(By an incorporated if adopted by the incorporates)

FLOR ANGELA LOPEZ

Typed or printed name

PRESIDENT

Title