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DAVID W. CARY

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November 7, 2001

Florida Department of State
Divisions of Corporations
P.O. Box: 6327
Tallahassee, Florida 32314

RE: Amendment to EZ Credit Financial Corporation

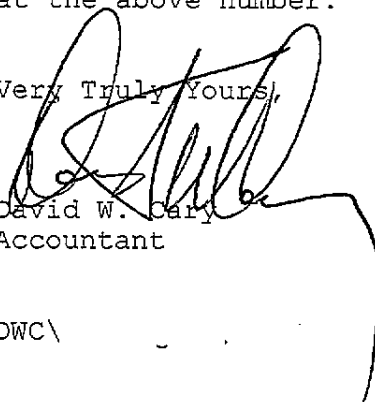
Gentlemen or Ladies:

800004673928--2
-11/09/01--01033--003
*****35.00 *****35.00

Enclosed please find Check 1933 in the amount of \$35.00
to cover the filing fees of the above Corporation.

Should you have questions, please feel free to contact me
at the above number.

Very Truly Yours,


David W. Cary
Accountant

DWC\

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*James
Cary
11-14*

ARTICLES OF AMENDMENT
TO
EZ CREDIT FINANCIAL CORPORATION

ARTICLES OF INCORPORATION


Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

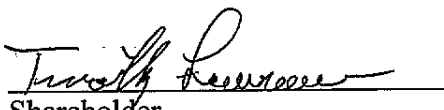
First: That by order of the Board of Directors that this Corporation changes it's name from it's current name to Finance & Investment Enterprises Corporation.

Second: This amendment was adopted by the board of Directors and officers of the Corporation on the 17th day of October 2001.

Third: The above amendment was approved by the shareholders of the Corporation on the 17th day of October 2001.

Dated: 10/17/01


Shareholder
Kenneth Lawrence


Shareholder
Timothy Lawrence


President-Timothy Lawrence


Secretary- Kenneth Lawrence

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED