

**Debt Elimination Consultants, Inc.**

768 Riverside Drive #118 ~ Coral Springs, FL 33071  
Phone (954)968-3228 ~ Fax (954)977-0303

PO00000068258

October 10, 2001

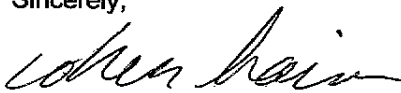
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-10/12/01--01038--017  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

To Whom It May Concern,

Enclosed, please find request for Articles of Amendment to Articles of Incorporation of Debt Elimination Consultants. Also enclosed is a check in the amount of \$43.75 to cover cost of changes and certified copy of such changes. If you require any further information, please do not hesitate to contact our offices.

Sincerely,



Haim Cohen  
President

Enc: 1

FILED  
01 OCT 12 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

T BROWN OCT 16 2001

FILED  
01 OCT 12 PM 3: 50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Debt Elimination Consultants, Inc.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: ARTICLE III shall be amended to read as follows:

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of net earnings of the corporation shall inure to the benefits of, or be distributable to its members, trustees, officers of other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in above paragraph.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization of organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SECOND: This amendment shall be adopted as of October 1, 2001. There was a sufficient number of stockholder votes for approval. The stockholder votes were unanimous, 100% approval for the amendment of the change to non-profit status.

Signed this 1st day of October, 2001.

Signature 

Haim Cohen  
President