

P000000090935

Gerald J. Lindor
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Pembroke Pines, FL 33028

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

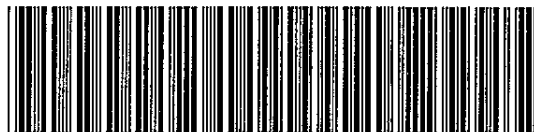
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03 OCT 10 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/15/03
Amend
[Signature]

FILED
03 OCT 10 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

HBA Capital Group, Inc.
P00000090935

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 IV: The principal office of the corporation shall be located at:

2500 East Hallandale Beach Boulevard, Suite 400
Hallandale, FL 33009

Article XII: The Registered Agent is Janel Young

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Article VII:

<u>Name</u>	<u>Address</u>	<u># of Shares</u>
<i>Pres / Dir.</i> Janel W. Young	2500 E Hallandale Beach Boulevard Hallandale, FL 33009	62,250
Jean E. Young	2500 E Hallandale Beach Boulevard Hallandale, FL 33009	62,250
HBA Capital Group, Inc.	2500 E Hallandale Beach Boulevard Hallandale, FL 33009	375,500

THIRD: The date of each amendment's adoption: September 3, 2003.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

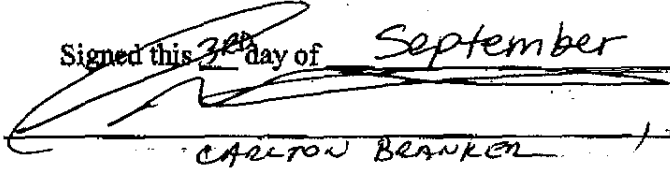
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

“The number of votes cast for the amendment(s) was/were sufficient for approval by _____.”

- 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 adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 30th day of September, 2003.

Signature



CARLTON BRANKER, Director

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Carlton Branker

Director

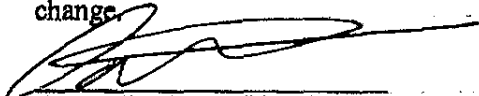
STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

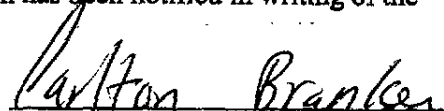
Pursuant to the provisions of sections 607.0502, 617.0502, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: HBA Capital Group, Inc.
2. The principal office address: 2500 East Hallandale Beach Blvd., #400
Hallandale, FL 33009
3. The mailing address (if different):
4. Date of incorporation/qualification: 9/25/2000 Document number: P00000090935
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:
Carlton Branker
3107 West Hallandale Beach Blvd., #101-A
Pembroke Park, FL 33009
6. The name and street address of the new registered agent (if changed) and/or registered office (if changed):
Janel W. Young
2500 East Hallandale Beach Blvd., #400
Hallandale, FL 33009


The street address of its registered of and the street address of the business office of its registered agents, as changed will be identical.

Such changes authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.


(Signature of an officer, chairman, or vice Chairman of the board)


(Printed or typed name and title)

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.


(Signature of Registered Agent)
If signing of behalf of an entity:
Janel Young
(Typed or Printed Name)

9/3/03
(Date)
Registered Agent
(Capacity)