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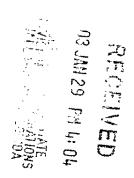
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NonProfit	Resignation of R.A., Officer/Director		
Limited Liability	Change of Registered Agent		
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SPIEGEL & UTRERA, P.A.

ARTICLES OF AMENDMENT3 State of the state o

TO

ARTICLES OF INCORPORATION

OF

DEBIT CORPORATION OF AMERICA, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: The Officers of the Corporation are listed as follows:

President:

Janice Tipp

Secretary:

Janice Tipp

Treasurer:

Janice Tipp

SECOND: The Officers of the Corporation shall be amended to state:

President:

Jack Gordon

Secretary:

Jack Gordon

Treasurer:

Jack Gordon

whose addresses shall be the same as the principal address of the Corporation.

THIRD: The Director(s) of the Corporation are listed as follows:

Janice Tipp

FOURTH: The Director(s) of the Corporation shall be changed to:

Jack Gordon

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 22 January 2003.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 22 January 2003.

ack Gordon, Chairman of the Board of