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BASIC AMENDMENT

AMERICAN REPOSSESSIONS OF SOUTH FLORIDA, INC.

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Amendment  
04/25/02

DC

Articles of Amendment to Articles of Incorporation  
OF  
AMERICAN REPOSSESSIONS OF SOUTH FLORIDA, INC.

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Pursuant to the provisions of Section 607.1003, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted:

Elaine Ravelo is removed as Vice-President of the corporation.  
Alexander Ravelo is removed as President, Secretary, and Treasurer for the corporation.

SECOND: Amendment(s) adopted:

Arnaldo Jesus Quesada is added as President, Secretary, and Treasurer for the corporation.

THIRD:

Adoption of Amendment(s):

The date of each amendment's adoption: April 10, 2002.

The Amendments were adopted by the shareholders. The number of votes cast for the amendments were sufficient for approval by unanimous vote.

Signed this 10<sup>th</sup> day of April, 2002.

By: Elaine Ravelo  
Elaine Ravelo, as outgoing Vice-President

By: Arnaldo Jesus Quesada  
Arnaldo Jesus Quesada as President.

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