

PO10000047995

(Requestor's Name)

International Paymaster Systems, Inc.
134 E. Ft. Dade Ave.
Brooksville, FL 34601

(City/State/Zip/Phone #)

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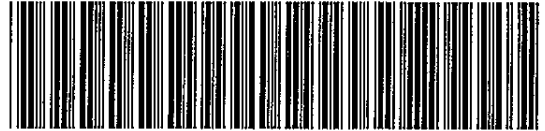
(Business Entity Name)

(Document Number)

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11/12/02--01114--010 **35.00

*None Change &
Amend*

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TALLAHASSEE, FLORIDA

11/18/02

**AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INTERNATIONAL PAYMASTER, INC.
P01000047995**

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: Amendments adopted: **Article VII**

INTERNATIONAL PAYMASTER, INC.
Has adopted a name change.
The new corporate name is:
INTERNATIONAL PAYMASTER SYSTEMS, INC

Article VIII

ROBERT LIVELY
134 EAST FORT DADE AVENUE
BROOKSVILLE, FL. 34601

Has resigned as President of the corporation.

KIM C. PERRY
134 EAST FORT DADE AVENUE
BROOKSVILLE, FL. 34601

Has been installed as President of the corporation by majority vote of the
corporations Board of Directors.

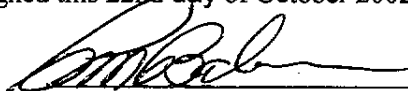
SECOND: If an amendment provides for an exchange, reclassification or cancellation of
issued shares, provisions for implementing the amendment if not contained in the amendment
itself are as follows:

THIRD: The date of each amendment's adoption: October 22, 2002

FOURTH: Adoption of Amendment

The amendment was adopted by the board of directors without shareholder action
and shareholder action was not required.

Signed this 22nd day of October 2002.



Chairman of the Board
P.M. Barbee

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