

RESPOND TO

PINELLAS OFFICE:

405 2nd Street South

Suite C

Safety Harbor, FL 34605

Pinellas: 727-712-1811

Facsimile: 727-712-1863

TERRENCE LASTER, P.A.

Attorneys at Law

HILLSBOROUGH OFFICE:

13542 North Florida Avenue

Suite 212

Tampa, FL 33613

Hillsborough: 813-251-8431

Facsimile: 727-712-1863

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*****35.00 *****35.00

October 11, 2001

Secretary of State

Division of Corporations

P. O. Box 6327

Tallahassee, FL 32314

Re: Articles of Amendment of Creative Loans, Inc.
Ref. No.: P01000081603

FILED
01 DEC -3 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed please find my business check in the amount of \$35.00 to cover the fees of filing the articles of amendment along with the original Articles of Amendment of Creative Loans, Inc.

Thank you for your assistance in this matter. Please do not hesitate to contact me with questions or concerns.

Sincerely,

Terrence Laster

Terrence Laster

Enclosures

P01000081603
12-3-01
Amended



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 25, 2001

TERRENCE LASTER, P.A.
405 2ND STREET SOUTH
SUITE C
SAFETY HARBOR, FL 34695

SUBJECT: CREATIVE LOANS, INC.
Ref. Number: P01000081603

789 / 167 / 2673 / 671

We have received your document for CREATIVE LOANS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 501A00058716



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 14, 2001

TERRANCE LASTER, P.A.
405 2ND STREET SOUTH
SUITE C
SAFETY HARBOR, FL 34695

SUBJECT: CREATIVE LOANS, INC.
Ref. Number: P01000081603

We have received your document for CREATIVE LOANS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 601A00061522

**ARTICLES OF AMENDMENT
OF
CREATIVE LOANS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of amendment.

ARTICLE I

The name of the Corporation ("Corporation") is CREATIVE LOANS, INC.

ARTICLE II

The existence of the Corporation shall begin on August 15, 2001

ARTICLE III

The street address of the principal office of the Corporation is 2701 W. Busch Boulevard, Suite 107, Tampa, FL 33618.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 405 Second Street South, Suite C, Safety Harbor, FL 34695. The initial registered agent for the Corporation is Terrence Lester, P.A.

ARTICLE VI

The board of directors shall consist of 2 members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
President, Maria R. Hamel	2701 W. Busch Blvd. Suite 107 Tampa, FL 33618

<u>Name</u>	<u>Address</u>
Vice President, Albert Fred Williams	2701 W. Busch Blvd. Suite 107 Tampa, FL 33618

FILED
01 DEC -3 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are

Name
President, Maria R. Hamel

Address
2701 W. Busch Blvd.
Suite 107
Tampa, FL 33618

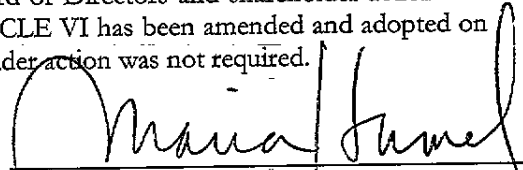
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SECRETARY OF STATE
TALLAHASSEE, FL 32310

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of amendment on November 21, 2001


The street address of the principal office of the corporation of ARTICLE III has been amended and adopted on October 10, 2001 by the Board of Directors and shareholder action was not required. The street address of the Corporation's registered office of ARTICLE V has been amended and adopted on October 10, 2001 by the Board of Directors and shareholder action was not required. The number of board of directors of ARTICLE VI has been amended and adopted on October 10, 2001 by the Board of Directors and shareholder action was not required.


Maria R. Hamel

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CREATIVE LOANS, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: 11/21/01


Terrence Laster