

PO1000092694

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

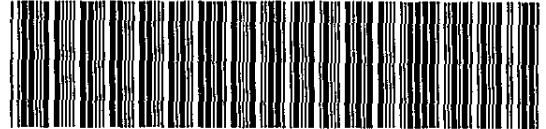
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

9/14 T.J. Morrow gave
Authorization to Mark
Block for who adopted the
Amendment.

VB

Office Use Only



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09/08/04--01015--007 **13.75

FILED
04 SEP -8 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

VB
9/14

Dorchester Financial Securities Inc.

A Florida Corporation

September 2, 2004

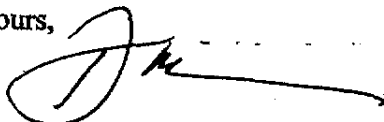
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: AMENDMENT OF DORCHESTER FINANCIAL SECURITIES, INC.,
P01000092694

Dear Sir/Madam:

Enclosed please find our ³7-page amendment to amend our corporate shares authorized, board of directors and officers. We have enclosed a check for \$ 43.75 to cover these changes. Further, we have enclosed a copy so that we may receive back a certified copy. Should you have questions please call TJ. Morrow at (917) 302-5610. Thank you.

Very truly yours,



TJ. Morrow
Executive Vice President, Legal

2 Pennsylvania Plaza, Suite 1500
New York, NY 10121
Voice 212 292 5074
Fax 212 202 4219

Articles of Amendment
to
Articles of Incorporation
of

FILED
04 SEP -8 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DORCHESTER FINANCIAL SECURITIES INC

(Name of corporation as currently filed with the Florida Dept. of State)

P01000092694

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

NA

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

CAPITAL STOCK - ARTICLE III: THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR

VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS

(1) COMMON SHARES CLASS A PAR VALUE: .001 IS 500,000,000 SHARES

(2) COMMON SHARES CLASS AA SUPER VOTING SHARES NO PAR VALUE, STATED VALUE .10

CLASS AA SUPER VOTING SHARES VOTE AT 10 TO 1 OF CLASS A SHARES

(3) PREFERRED SHARES SERIES A, PAR VALUE \$ 10.00 PER SHARE IS 12,500,000 SHARES

(4) PREFERRED SHARES SERIES B, PAR VALUE \$ 10.00 PER SHARE IS 12,500,000 SHARES

(5) PREFERRED SHARES SERIES C, PAR VALUE \$ 10.00 PER SHARE IS 12,500,000 SHARES

(6) PREFERRED SHARES SERIES D, PAR VALUE \$ 10.00 PER SHARE IS 12,500,000 SHARES

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

NA

(continued)

List of Directors

DORCHESTER FINANCIAL SECURITIES, INC.,

All Board Members and officers use the Administrative Offices Address

Administrative Offices

**2 Pennsylvania Plaza, Suite 1500
New York, New York 10121
(212) 292-5074 Voice
(212) 202-4219 Fax**

List Amended and Effective to Board as Constituted: August 1, 2004

1. George Birch-Director (D)
2. Peter J. Croft-Director (D)
3. Kevin Diamond-Director, CFO (D/O)
4. Stanly Ford-Director, Executive VP Security (D/O)
5. Brian Kanarek-Director (D)
6. William B. Kerr-Director (D)
7. Stephen Lopez-Director, Chief Executive Officer (D/O)
8. Gordon Mascarenhas-Director, Executive VP Finance (D/O)
9. T.J. Morrow-Director, Executive VP Legal (D/O)
10. Bruce Nurock-Director (D)
11. Bryan Price-Director (D)
12. Ron Rowe-Director, Executive VP Marketing (D/O)

By Secretary: Patricia Brown

Dated: New York, NY

Submitted to Florida Division of Corporations: September 2, 2004

The date of each amendment(s) adoption: JULY 15, 2004

Effective date if applicable: AUGUST 1, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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

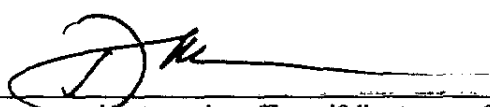
(voting group)"

☐ 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 2nd day of September, 2004

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

T.J. Morrow, Esq.

(Typed or printed name of person signing)

Executive Vice President - Legal

(Title of person signing)

FILING FEE: \$35