P01000096752

Capitol Services, Inc.

1406 Hays St., Suite 2

Tallahassee, FL 32301

(850) 878-4734 Kathi or Brent 02 APR 10 PM 1: 38

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

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OF

<u>PRIORITY FUNDING GROUP, INC.</u>

P01000096752

Document Number of Corporation

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: Amendment adopted:

Article IV of the original Articles of Incorporation is hereby amended to read as follows:

Capital Stock.

- (a) Authorized shares. The aggregate number of shares which the corporation shall have authority to issue is 200 shares, no par value, of which is 50 shares shall be designated "voting shares" and 50 shares without par value shall be designated "non-voting shares".
- (b) Relative rights and preferences. The relative rights, privileges and limitations of the voting shares and non-voting shares shall be in all respects identical, share for share, except that the voting power for all purposes shall be vested exclusively in the holders of the voting shares and, except as otherwise required by law, the holders of the non-voting shares shall not have any voting power or be entitled to receive any notice of meetings of shareholders.

SECOND: The date of this amendment's adoption is March 22, 2002.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 5th day of April, 2002.

Signature: Malfan Molinson

Jonathan Robinson

(Typed or printed name)

Chief Executive Officer

(Title)