Moneyworx Franchising, Inc. C/O Natalie Stavrakis 25400 U.S. Hwy. 19 North, Ste. 240 Clearwater, FL 33763

02 MAY 20 AM II: 57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please find enclosed the amended Articles of Incorporation of the above named organization. I have enclosed a check in the amount of \$43.75 in order to receive a certified copy of these articles. Please mail to the address above.

100005574131--7 -05/20/02--01039--003 | *****43.75 | *****43.75

Bofrefor ment

ARTICLES OF AMENDMENT to

02 MAY 20 AM 11: 57

ARTICLES OF INCORPORATION of

TALLAHASSEE. FLORIDA

MONEYWORX FRANCHISING, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

ARTICLE 5 - OFFICERS - Amendment

CEO – NATALIE STAVRAKIS PRESIDENT – MICHAEL NARDELLI SECRETARY – NATALIE STAVRAKIS TREASURER - NATALIE STAVRAKIS

ARTICLE 6 - DIRECTOR(S)

The director(s) of the Corporation shall be:

NATALIE STAVRAKIS MICHAEL NARDELLI LARRY NARDELLI PHILLIP STAVRAKIS JUDITH HALES JAMES SPEAR

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:

THURD: The date of adoption of the amendment(s) was: __APRIL 15, 2002 FOURTH: Adoption of Amendment(s) (CHECK ONE)

X The amendment(s) was (were) adopted by the shareholders . The number of votes cast for the amendment(s) 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 The amendment(s) was (were) adopted by the board of directors without shareholder action and shareholder action is not required. The amendment(s) was (were) adopted by the incorporators without shareholder action and shareholder action was not required. Signed the day Signature (By the chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (By a Director if adopted by the Directors) OR (By an incorporator if adopted by the incorporators) Typed or Printed Name