P02000053159

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TOTANASSEE, FLORIDA

TRANSMITTAL LETTER

Division of Corporations		
SUBJECT: DIRECT DEBIT GROUP, TNC. (Name of corporation)		
DOCUMENT NUMBER: Pozooo 53159	-	
The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.		
Please return all correspondence concerning this matter to the following:		
MICHAEL A. LA MARCA (Name of person) Bundas Accuracy Accuracy		
Busidess Assurance Agency, lac. (Name of firm/company)	Z.S.	တ္သ
1.0. Box 380091 (Address)	LLAHASS)3 APR 30
MURDOCK, FL 33938-0090 (City/state and zip code)	Y CF STATE SEE, FLORIDA	
For further information concerning this matter, please call:	RIDA RIDA	8
MICHAEL LA MARCA at (941) (e2(e 359) (Name of person) (Area code & daytime telephone number)		= :

Enclosed is a \$35.00 check made payable to the Department of State.

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

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TO:

Amendment Section

Street Address: Amendment Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399 April 28, 2003

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 Attn: Irene Albritton

Business Assurance Agency, Inc. 1720 El Jobean Road Suite 111 Port Charlotte, FL 33948

Attn: Irene Albritton

We received your letter returning our corporation papers for additional information. I am sorry I did not include a phone number that you could reach us at. At the time we mailed the documentation our phones had not been connected. Please note our number is (941) 613-0033. Please do not hesitate to contact us if further information is needed to complete the name and officer changes as we requested.

Thank you for your prompt attention in this matter, if further information is needed please contact us at the number provided above.

Sincerely,

John D. Nolan



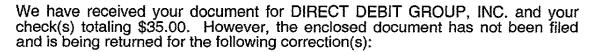
FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 18, 2003

MICHAEL A. LAMARCA BUSINESS ASSURANCE AGENCY, INC. P.O. BOX 380090 MURDOCK, FL 33938

SUBJECT: DIRECT DEBIT GROUP, INC.

Ref. Number: P02000053159



We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The date of adoption of each amendment must be included in the document.

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) 245-6964.

Irene Albritton Document Specialist

Letter Number: 803A00023527

Phone (941) 613-0033

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

	DIRECT	Desir	GROUP,	INC,	ARSSEE OF
					
<u></u>		(present na	me)		\$\overline{\pi}_{\text{\ti}\text{\texi{\text{\texi{\text{\texi}\text{\text{\text{\text{\texi{\text{\texi}\text{\text{\texi}\titt{\text{\text{\texi{\text{\texi}\text{\texi{\texi}\text{\texit}\titt{\texitit}}\\text{\texi{\texi{\texi{\texi{\texi{\tex

(Document Number of Corporation (If known)

the following articles of amendment to its articles of incorporation:

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I. THE NAME OF THE CORPORATION SHALL

BE BUSINESS ASSURANCE AGENCY, INC.

ARTICLE II. THE PRINCIPAL PLACE OF BUSINESS/MALLINA

ADDRESS SHALL BE

P.O. BOX 380090

MURDOCK, FL 33938-0090

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: april 8 2003					
	Adoption of Amendment(s) (CHECK ONE)					
2	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.					
Ę	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					
C	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 _ 8 _ day of _ A PR / L, _ 2003					
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by					
	(By the Chairman or Vice 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)					
	MICHELLE L. LA MARCA (Typed or printed name)					
	PRESIDENT DIRECTOR					