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To:

Division of Corporations

Fax Number

: (850)205-0380

From:

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : I20000000257 (850) 224-8870 Phone Fax Number (850)224-7047

BASIC AMENDMENT

OCEANSIDE LENDING GROUP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

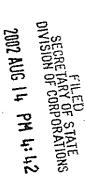
Capital Connection, Inc.

08/14 '02 13:24 NO.907 02/03

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Oceanside Lending Group, Inc.



Pursuant to the provisions of section 607.1006, Florida Statues, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Article V)

The current president, Jason Coopersmith, has resigned form the corporation. The remaining officers/directors have elected David Iannucci as the new president of Oceanside Lending Group. Inc.

Article V of Oceanside Lending Group, Inc.'s Articles of Incorporation shall include the following Officers/Directors:

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ADDRESS

David Iannucci President 2680 N.E. 12th Terrace Pompano Beach, FL 33064

Alexander Angiulli Vice President

1629 NE 34th Ln. Ft. Lauderdale, FL 33334

Joshua A. Zylberberg Secretary

1921 Lyons Rd., Apt# 201 Coconit Creek, FL 33063

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:

N/A

THIRD: The date of each amendment's adoption: August 8, 2002

FOURTH: Adoption of Amendment(s) (CFECK ONE)

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0	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	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
	Addit Storb
1900	The amendment(s) was/were adopted by the board of directors without shareholder Action and shareholder action was not required.
o	The amendment(s) was/were adopted by the board of incorporators without shareholder action and shareholder action was not required.
	Signed this 14th day of August, 2002.
Signs	ture Josephy yellerles
_	(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)
	Joshua A. Zylberberg
	Typed or printed name
•	Secretary/Director
	Pial.