Oct 8, 2002

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Mailing Aldress:

Premier Financial Enterprises, Inc 4922 SW 166th Ave Miramar, FL 33027

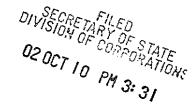
Phone 305 450 8965

Think You

Philip Gawle

Amend.

V SHEPARD OCT 1 4 2002



## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

Premier	Financial	Enterprises,	<u>I</u> nc.
		,	

(Document Number of Corporation (If known)

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

Article 5 - Officers

Cordel White is Secretary of Premier Financial Enterprises, Inc. replacing Philip Gawle

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: October 7, 2002.		
FOURTH	: Adoption of Amendment(s) (CHECK ONE)		
V	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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.		
Signature_	Signed this		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Philip Gawle (Typed or printed name)		
	Tresident (Title)		