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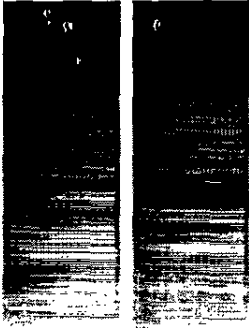
06/05/03--01031--001 **35.00

TALLAHASSEE, FLORIDA

2003 JUN -5 AM 11:21

FILED

Amarel v. N.C.
C. Coulliette JUN 10 2003



RAPID APPRAISALS, INC.

2167 E. Keepsake Lane, Hernando, FL 34442

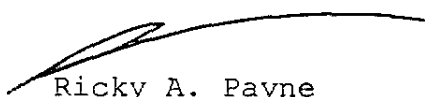
May 30, 2003

Florida Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

We are enclosing Amendment to our Articles of Incorporation, along with a check in the amount of \$35.00 to cover the fee for registering this change.

Regards,



Ricky A. Payne
President

Enclosures

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
RICKY A. PAYNE REAL ESTATE APPRAISALS, INC.
A FLORIDA CORPORATION

FILED
2003 JUN -5 AM 11:21
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617, of the Florida Statutes, the undersigned, being the President of RICKY A. PAYNE REAL ESTATE APPRAISALS, INC. a Florida Corporation, hereby certifies that the following Amendment to the Articles of Incorporation was duly adopted by unanimous consent by the Directors and Shareholders at a meeting duly held by them on the 30th day of May, 2003:

AMENDMENT

ARTICLE I - NAME is hereby amended effective May 30, 2003, to read as follows:

"The name of this corporation is RAPID APPRAISALS, INC., a Florida Corporation."

PRESIDENT: Ricky A. Payne

SECRETARY/TREASURER: Ricky A. Payne

RESOLVED, that in all other respects the Articles of Incorporation of this corporation shall remain the same and in full force and effect.

RESOLVED, the above amendment was approved by the Shareholders.

RESOLVED, the above amendment was approved by a majority of the members of the Board of Directors and Officers of the corporation on this 30th day of May, 2003.

DATED at Hernando, Citrus County, Florida, this 4th day of June 2003.

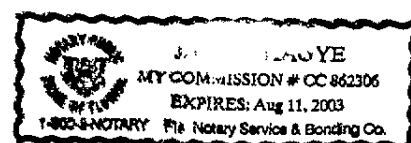
Ricky A. Payne
Ricky A. Payne
President/Secretary/
Director/Shareholder

STATE OF FLORIDA)
)
COUNTY OF CITRUS)

BEFORE ME, the undersigned authority, personally appeared Ricky A. Payne, being the President/Secretary/Director and Shareholder, who is personally known to me to be the person described and who subscribed to the above Articles of Amendment to the Articles of Incorporation of RICKY A. PAYNE REAL ESTATE APPRAISALS, INC., a Florida Corporation, and did freely and voluntarily acknowledge before me according to the law that made and subscribed the same for the uses and purposes herein mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and official seal at Crystal River, Citrus County, Florida, on this 4th day of JUNE, 2003.

Jan A. Payne
Notary Public
My Commission Expires:



MINUTES OF A SPECIAL MEETING
OF THE OFFICERS/DIRECTORS AND SHAREHOLDERS OF
RICKY A. PAYNE REAL ESTATE APPRAISALS, INC.
OF MAY 30, 2003

The special meeting of the Board of Directors, May 30, 2003 at 2167 E. Keepsake Lane, Hernando, Florida 34442. The meeting was attended by Ricky A. Payne, Shareholder, Director and President of said RICKY A. PAYNE REAL ESTATE APPRAISALS, INC., a Florida corporation.

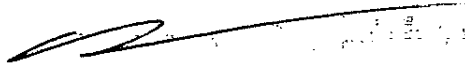
There being a quorum of directors and shareholder, the Chairman called the meeting to order and stated that the purpose of this meeting was to change the corporate name.

Upon motion duly made and seconded, and unanimously carried by the sole director and shareholder of the corporation, the following resolution was made:

RESOLVED, that the Articles of Incorporation filed with the Secretary of State, are to be amended to reflect the corporation's name change from RICKY A. PAYNE REAL ESTATE APPRAISALS, INC., a Florida Corporation" to RAPID APPRAISALS, INC. a Florida Corporation." Said copy of Amendments to the Articles of Incorporation is attached hereto and made a part hereof.

There being no further business to come before the meeting, said meeting was adjourned.

Dated this 30TH day of May, 2003.



Ricky A. Payne
President/Sole Shareholder
and Director