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BASIC AMENDMENT

FLEETAMERICAN FINANCIAL, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF FLEETAMERICAN FINANCIAL, INC.

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: ARTICLE VI of the Corporation's Articles of Incorporation is deleted in its entirety and the following is hereby adopted in its place:

"ARTICLE VI"

The corporation is authorized to issue 200,000,000 shares of common voting stock, all of one class, at \$0,0001 par value. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor or in services."

SECOND: The date of adoption and effective date of this Amendment is March 21st, 2005.

THIRD: This Amendment was approved by the consent of the Stockholders.

FLEETAMERICAN FINANCIAL, INC., a Florida profit corporation

Brad Estra, President