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Division of Corporations

Fax Number : (850) 205-0380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)634-3694

Fax Number : (305)633-9696

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BASIC AMENDMENT

MARCUS INVESTMENTS, CORP.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF MARCUS INVESTMENTS, CORP.

The undersigned corporation adopts the following Articles of Amendment to its Articles of incorporation:

ARTICLE ONE

The following amendment to the Articles of Incorporation was adopted on Tucsday, April 27, 2004.

The name of the corporation is amended to read as follows:

MARCUS INVESTMENTS & LENDING CORPORATION

The number of shares of the corporation outstanding and entitled to vote at such adoption was one hundred shares.

The holders of all shares outstanding and entitled to vote have signed a consent in writing adopting said amendment.

The effective date of this Amendment to Articles of Incorporation shall be as of the date of filing.

In all other respects the Articles of Incorporation as previously filed are herewith ratified, affirmed and approved as if restated herein hace verba.

IN WITNESS WHEREOF, said Corporation has caused these presents to be signed in its name by its President and attested to by its Secretary.

MARCUS INVESTMENTS & LENDING CORP. f/k/a MARCUS INVESTMENTS, CORP., By: Its Presiden Attest: By: Its Secretary

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STATE OF FLORIDA)

)SS:

COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, the undersigned officer, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Marcus Martinez, as President and Secretary, of Marcus Investments & Lending, Corp f/k/a Marcus Investments Corp., who, after being duly sworn, do state that they have signed this Amendment to Articles of Incorporation amending the charter of the Corporation as such officers and for the purposes stated therein.

Witness my hand and official seal at Miami, Dade County, Florida, this 22 day of April, 2004.

Signature of Notary Public

Printed Name of Notary Public My commission expires:

Personally known produced

as identification



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