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TRUTH & LENDING MORTGAGES Of South Florida, Inc.



June 27, 2003

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 Attn: Amendment Section

Dear Sirs:

Attached please find Articles of Amendment to Articles of Incorporations of Truth & Lending Mortgages of South FL., Inc.

Please remove Ranel Juan Castro as manager/owner officer of this corporation. Please remove Ranel Juan Castro as share holder of stocks.

Ranel Juan Castro has no part of this corporation and I Sara Sabillon Castro, am president/owner and hold 100% shares of stock. If you have any questions please contact me at (954) 450-9992 or (954) 443-3141.

Thank you for your time and prompt attention to this matter.

Sincerely,

Sara Sabillon Castro President/Owner

Truth & Lending Mortgages of South Florida, Inc.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

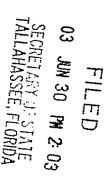
TRUTH	&	LENDING	MORTGAGES	OF	SOUTH	FL, INC	
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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

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

REMOVE/DELETE RANEL JUAN CASTRO AS MANAGER/OWNER REMOVE/DELETE RANEL JUAN CASTRO NO SHARES OF STOCK

SARA SABILLON CASTRO 100% HOLDER OF SHARES/ADD SARA SABILLON CASTRO MANAGER/OWNER/PRESIDENT



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:

100% OF SHARES OF STOCKS SARA SABILLON CASTRO

IIIIMD. I	the date of each amendment's adoption
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
Ş	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.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature_	Signed this 27th day of June, 2003 (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)
	SARA SABILLON CASTRO
	(Typed or printed name)
	PRESIDENT/OWNER
	(Title)