

# 2008 FOR PROFIT CORPORATION AMENDED ANNUAL REPORT


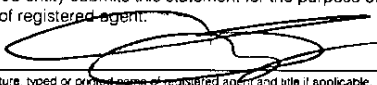
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2008 JUL 21 AM 10:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



07162008 Chg-P CR2E034 (12/06)

DOCUMENT # P03000094232					
1. Entity Name SOUTHERN LENDING GROUP, INC.					
Principal Place of Business 3650 CORAL RIDGE DR 103 CORAL SPRINGS, FL 33065 US			Mailing Address 3650 CORAL RIDGE DR 103 CORAL SPRINGS, FL 33065 US		
2. Principal Place of Business - No P.O. Box #			3. Mailing Address		
Suite, Apt. #, etc.			Suite, Apt. #, etc.		
City & State			City & State		
Zip	Country	Zip	Country	4. FEI Number 05-0583573	
				Applied For Not Applicable	
				5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
WEITZEL, DENISE 3650 CORAL RIDGE DRIVE # 103 CORAL SPRINGS, FL 33065			Name Gregg Bergen Street Address (P.O. Box Number is Not Acceptable) 3650 Coral Ridge Dr # 103 City Coral Springs FL Zip Code 33065		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE 				DATE 7-14-08	
Amended AR is \$61.25				9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees	
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD WEITZEL, DENISE 117 SW 98TH LANE CORAL SPRINGS, FL 33071	<input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	Gregg Bergen - President 3650 Coral Ridge Dr # 103 Coral Springs, FL 33065	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	Andrew Behn - Vice President 3650 Coral Ridge Dr # 103 Coral Springs, FL 33065	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	400133392924 07/24/08--01027--009 **61.25	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

7-14-08

954-325-7377

RESOLUTION OF THE SHAREHOLDERS OF  
SOUTHERN LENDING GROUP, INC., A FLORIDA CORPORATION

WHEREAS, on the 13 day of July, 2008, a meeting of the shareholders was held, said meeting being duly noticed and convened pursuant to the corporation's By-Laws and Florida law, and the shareholders have waived formal notice of the meeting; and,

WHEREAS, DENISE WIETZEL was the sole officer and director of the corporation, and her employment with the corporation has been terminated; and,

WHEREAS, the corporation's By-Laws and Florida Statutes Section 607.0808 provide for the removal of directors by vote of the shareholders; and,

WHEREAS, GREGG BERGER and ANDREW BEHM together own one hundred percent of the shares of stock in the corporation, and are fully authorized and vested with legal authority to remove officers and directors, and to elect new officers and directors to oversee the day to day operations of the corporation; and,

WHEREAS, the shareholders have unanimously voted at said meeting to take the actions set forth below;

NOW, THEREFORE, IT IS HEREBY RESOLVED that the shareholders have voted to remove DENISE WIETZEL as an officer and director of the corporation, and the shareholders have voted to elect the corporation's officers and directors as follows:

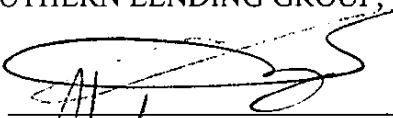
NAME	TITLE
<u>Gregg Berger</u>	<u>President</u>
<u>Andrew Behm</u>	<u>Vice President</u>


BE IT FURTHER RESOLVED that this Resolution shall be effective immediately upon execution, an Amended Annual Report shall be filed with the Division of Corporations, and third parties may rely on this Resolution as proof of ownership of the corporation.

SOUTHERN LENDING GROUP, INC.

DATE July 13, 2008

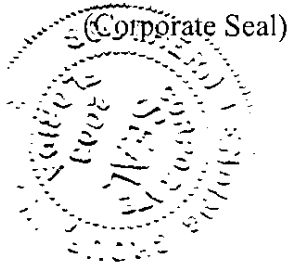
DATE July 13, 2008

BY   
GREGG BERGER

BY   
ANDREW BEHM

### CERTIFICATION

THE UNDERSIGNED, being the Secretary of the above-named corporation hereby certifies that the foregoing is a true and correct copy of a resolution adopted by the shareholders of the corporation at a meeting duly called and held on the date stated above, at which a quorum was present and voted, and that such resolution is duly recorded in the minute book of this corporation; that the officers named in said resolution have been duly elected or appointed to, and are the present incumbents of the respective offices set after their respective names; and that the signatures set opposite their respective names are their true and genuine signatures.



  
\_\_\_\_\_  
SECRETARY