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Division of Corporations

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P0300009878

Florida Department of State
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(((H03000333238 3)))

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Account Number : 075350000541
Phone : (813) 875-1333
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BASIC AMENDMENT

USA TRUST, INC.

Certificate of Status	0
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Amendment
12/16/03

Audit # H03000333238
**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
USA TRUST, 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 Amendment:

ARTICLE I
Name and Address

The name of this Corporation is:

USA TRUST, INC.

The mailing address and street address of the Corporation are:

**11811 AVE. OF PGA 7-1A
PALM BEACH GARDENS, FL 33418**

Second Amendment:

ARTICLE VI
Registered Office and Agent

The street address of the registered office of this Corporation is:

**11811 AVE. OF PGA 7-1A
PALM BEACH GARDENS, FL 33418**

and the name of its registered agent at such address is:

RENEE SHARIFRAZY

Third Amendment:

ARTICLE VII
Board of Directors

This Corporation shall have One director(s). The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1).

The name and address of the directors of this Corporation is:

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DEC-16-2003 12:37 PM USA TRUST, INC
FROM: JOHN J. VULINE, Esq. (JAVULINE@USA-TRUST.COM)

18132652826

P.03 P.3

Audit # H03000333238

Name and Address
RENEE SHARIFRAZY, PRESIDENT
11011 AVE. OF PGA 7-1A
PALM BEACH GARDENS, FL 33418

The Adoption of Amendment(s) was/were adopted by the board of directors on December 10, 2003 without shareholder action and shareholder action was not required.

Signed on December 10, 2003.

Signature


RENEE SHARIFRAZY, PRESIDENT/DIRECTOR

³This form was prepared with the assistance of CourtAccess Centers of America Inc., a non-lawyer located at 3249 W Cypress St., Suite C, Tampa, FL 33607, 813-875-1333.

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DEC-16-2003 12:36 PM
From: John Gibbs to: Renee Sharifraza

USA-TRUST, INC

18132652326

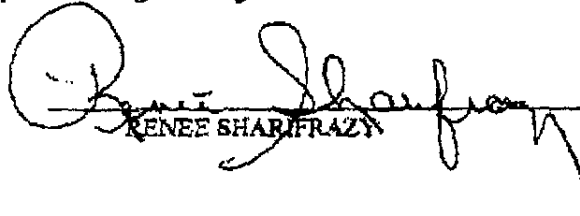
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Audit # H03000333238

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: December 10, 2003


RENEE SHARIFRAZA

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