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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 334453 124904A
AUTHORIZATION : *Patricia Pijuta*
COST LIMIT : \$ 35.00

ORDER DATE : November 24, 2003
ORDER TIME : 10:46 AM
ORDER NO. : 334453-005
CUSTOMER NO: 124904A
CUSTOMER: John P. Miller
John P. Miller, C.p.a., P.a.
Suite 305a
2499 Glades Road
Boca Raton, FL 33431

DOMESTIC AMENDMENT FILING

NAME: U.S. CAPITAL MANAGEMENT, INC.

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 1149

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST

The name of the Corporation is:

U. S. CAPITAL MANAGEMENT, INC.

SECOND

The corporation adopted the following amendment to its articles of incorporation:

The name and title of the one (1) corporate officer/director shall be as follows:

Andrew Martin, President/Director

THIRD

The shareholders of the corporation adopted these articles of amendment on November 20th, 2003. The number of votes cast was sufficient for these articles of amendment to be adopted.

U. S. CAPITAL MANAGEMENT, INC.

Corporation Name

By Jason Todd Dean
Jason Todd Dean, President/Director

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