

PD3000135808

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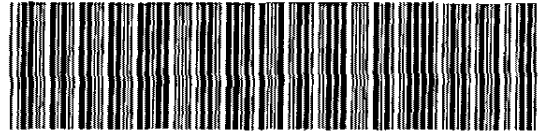
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*Amend
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FILED
04 JUN -1 AM 11:29
TALLAHASSEE, FLORIDA

JA & S Accountants, Inc.

2323 W 52 St. Hialeah, FL 33016 • Ph: 305-826-0030 • Fax: 305-826-0223

INTEROFFICE MEMORANDUM

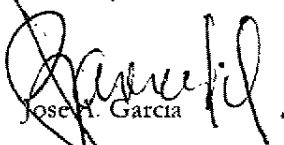
TO: DIVISION OF CORPORATION
FROM: JA & S ACCOUNTANTS, INC.
SUBJECT: DOC P03000135808 HIALEAH PAWN & JEWELRY

DATE: 05/28/2004

CC:

Please at soon the amendments of the Articles of Corporation has been filed forward all the documentation to us.

Cordially,


Jose M. Garcia

Accountant

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HIALEAH PAWN & JEWELRY, INC.
DOCUMENT P03000135808**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

ARTICLE VI:

REMOVE:

SANTIAGO VILLAR
3087 NW 13TH ST
MIAMI, FLORIDA 33010

50% OF SHARES

VICE PRESIDENT

FILE AS FOLLOW:

OSIEL FIGUEREDO
1595 W 4TH AVE
HIALEAH, FLORIDA 33010

100 % OF SHARES

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:

THIRD: The date of each amendment's adoption May 28, 2004.

FOURTH: Adoption of Amendment (s) (Check one)

The amendment (s) was/were approved by shareholders through voting groups.

The following statements 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 Board of Directors
(Voting Group)

____ The amendment (s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

____The amendments (s) was/were adopted by the incorporates without shareholders action and shareholders action was not required.

Signature
OSIEL FIGUEROA
PRESIDENT

5/28/2004
Date

Signature
SANTIAGO VILLAR
VICE PRESIDENT/Resigned

5/28/2004

Date

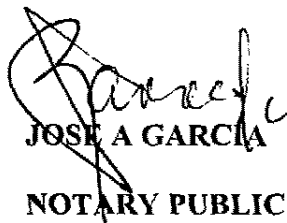
STATE OF FLORIDA)


) S.S.

COUNTY MIAMI DADE)

BEFORE ME, an officer duly authorized in the state aforesaid in the county aforesaid to take acknowledgments, personally appeared the persons above mentioned to be person described in and who executed the same for the purposes therein they expressed.

WITNESS my hand and official seal in the County and State last aforesaid in this 28 of May 2004.


JOSE A GARCIA
NOTARY PUBLIC STATE OF FLORIDA
AT LARGE



HIALEAH PAWN & JEWELRY, INC.
Document No. P03000135808