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COR AMND/RESTATE/CORRECT OR O/D RESIGN THE AMERICAN CASH & JEWELRY, INC.

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ARTICLES OF AMENDMENT TO **ARTICLES OF INCORPORATION** OF THE AMERICAN CASH & JEWELRY, INC.

Persuant to the provisions of section 607, 1006 Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE VII: DIRECTORS

This corporation shall have one (1) Director. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the director of this corporation is:

> JULIO LIMA 1817 S W 8TH STREET MIAMI, FL. 33145

This Amendment was adopted on May 14, 2008

This Amendment was approved by the shareholders.

The number of votes casted were sufficient for this approval.

Signed this 14 day of May, 2008.

Julio Lima

Secretary/Director

THE NAME AND ADDRESS OF THE NEW REGISTERED AGENT WILL BE:

JULIO LIMA 1817 SW 8 STREET MIAMI, FL 33135

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Signature of Registered Agent

JULIO LIMA