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Amendments Section Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32399

Re:

Articles of Amendment for U.S. Financial Aid Center, Inc.

Document No. P04000090563

Ladies and Gentlemen:

Enclosed are the original and two copies of the Articles of Amendment to the Articles of Incorporation for U.S. Financial Aid Center, Inc., and our check for \$43.75. Please file the Articles of Amendment, issue a certified copy of the same, and forward us your receipt and the certified copy of the Articles of Amendment.

If you have any questions, or comments, please contact us. Thank you for your time and cooperation.

Thank you,

William R. Willingham

President

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF U.S. FINANCIAL AID CENTER, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, this Florida for Profit Corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

THIRD:

Article VII is amended to provide as follows:

ARTICLE VII

The name and address of the initial director and officer of the Corporation are as follows:

NAME	POSITION(S)	ADDRESS
Bartt Montague	Director, CEO	18830 U.S. Hwy. 19 No., Suite 330 Clearwater, Florida 33764
William R. Willingham	Director, President	18830 U.S. Hwy. 19 No., Suite 330 Clearwater, Florida 33764

SECOND: This amendment was adopted on July 27, 2004.

The amendment was unanimously approved by the board of directo

shareholders.

Signed this 31st day of August, 2004.

William R. Willingham
Incorporator, Director and President

Bartt Montague Director and CEO