

FROM: LAZARUS
Division of Corporations

FAX NO.: 3052201440

Oct 31 2007 12:59PM P1
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
VIP AMERICAN LENDING INC.**

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(PRESENT NAME)

PURSUANT TO THE PROVISIONS OF SECTION 607, 1006 FLORIDA STATUTES, THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLE OF INCORPORATION:

FIRST: AMENDMENT(S) ADOPTED: (INDICATE ARTICLE NUMBER(S) BEING AMENDED ADDED OR DELETED)

ARTICLES V - DIRECTORES

DELETE: EVELYN INDA PRESIDENT
900 WEST 49TH STREET, SUITE 506, HIALEAH, FL 33012

ADD: ISABEL NIETO PRESIDENT
900 WEST 49TH STREET, SUITE 506, HIALEAH, FL 33012

DELETE REGISTER AGENT: RAMON MALDONADO
900 WEST 49TH STREET, SUITE 506, HIALEAH, FL 33012

ADD REGISTER AGENT: ISABEL NIETO
900 WEST 49TH STREET, SUITE 506, HIALEAH, FL 33012

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: 10/26/2007

FOURTH: ADOPTION OF AMENDMENT(S) (CHECK ONE)

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X THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT (S) WAS/WERE SUFFICIENT FOR APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

THE FOLLOWING STATEMENT 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 _____"
(VOTING GROUP)

* THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

* THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED ON THIS 26TH DAY OF OCTOBER 2007

SIGNATURE



(By the Chairman or Vice Chairman of the Board
Of Directors, President or other officer if adopted
By the shareholder(s))

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ISABEL NIETO

Typed or printed name

PRESIDENT

Title

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