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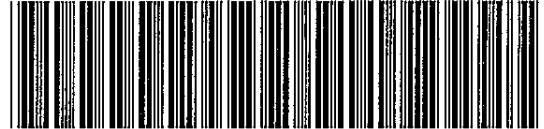
(Business Entity Name)

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04 OCT 15 AM 11:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04 OCT 15 AM 11:10

STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Amend N.C.

C. Castellon OCT 15 2004

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue, Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) (850) 222-2666 or (800) 969-1666 Fax (850) 222-1666

WALK IN

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Amend

1.) Family & Friends Financial, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FAMILY & FRIENDS FINANCIAL, INC.

FILED
04 OCT 15 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FL 32310

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation.

1. The name of the Corporation is Family & Friends Financial, Inc.
2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

The name of this Corporation is:

Family and Friends Financial, Inc.

3. Article III of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Million (5,000,000) shares of common stock having a par value of \$.01 per share. The Board of Directors of this Corporation shall have the power to divide and issue the Common Stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the laws of the State of Florida. Shares of one series may be issued as a share dividend in respect of shares of another series.

4. Adoption of the Amendment was approved unanimously by all of the directors and shareholders of the Corporation on September 1, 2004, which was sufficient votes cast in favor of approval of the Amendment.

IN WITNESS WHEREOF, I have executed these Articles of Amendment, as director, this 30th day of September, 2004.


Magnus J. Sublett, Director/Shareholder