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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Family Acceptance Corporation

DOCUMENT NUMBER: P0500023500

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

J. Sherie Adkerson
(Name of Contact Person)

Adkerson & Associates Inc.
(Firm/ Company)

7053 Woodside Rd.
(Address)

Pensacola FL 32526
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

J. Sherie Adkerson at (850) 437-5446
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FAMILY ACCEPTANCE CORPORATION
DOCUMENT NUMBER: P0500023500

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

AMENDMENTS ADOPTED-

ARTICLE V - OFFICERS DIRECTORS

GREGORY POMAS
VICE PRESIDENT/DIRECTOR
831 SHADOW RIDGE DR
PENSACOLA FL 32514

(ADDED)
CARON POMAS
PRESIDENT/DIRECTOR
831 SHADOW RIDGE DR
PENSACOLA FL 32514

(DELETED)
PETER BITHOS
PRESIDENT/DIRECTOR
1172 MARY LOU LANE
GULF BREEZE FL 32563

DATE AMENDMENT WAS ADOPTED: February 23, 2005

ADOPTION OF AMENDMENT(S):

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signature: Greg Pomas

Gregory Pomas
Vice President

Signed this 22ND day of February 2005.

Caron Pomas

Caron Pomas
President

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CLERK OF STATE
TALLAHASSEE, FLORIDA