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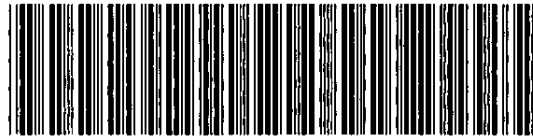
(Business Entity Name)

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Amend

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2007 AUG 24 AM 11:58

SECRETARY OF STATE
TALAHASSEE, FLORIDA

Ad
8/29/07

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: USA FINANCIAL MORTGAGE GROUP, INC.

DOCUMENT NUMBER: P.05000077216

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

Please return all correspondence concerning this matter to the following:

SERGIO

(Name of Contact Person)

BAC

(Firm/ Company)

8347 SW 40th St

(Address)

Miami, FL 33155

(City/ State and Zip Code)

For further information concerning this matter, please call:

SERGIO MASSA

(Name of Contact Person)

at (305) 220-3420

(Area Code & Daytime Telephone Number)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
USA FINANCIAL MORTGAGE GROUP, INC.
(Charter# P05000077216)

FILED
2007 AUG 24 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607 and or Charter 621, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

AMENDMENT ADOPTED TO ARTICLE IV:

The names and street addresses of the Directors are as follows.
Please remove all other names:

NAME	ADDRESS
Javier H. Gomez President, Treasurer	10511 SW 88 th ST. STE C-105 Miami, FL 33176


THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: August 20, 2007.

AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES
CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this August 20, 2007.

USA FINANCIAL MORTGAGE GROUP, INC.

By




Javier H. Gomez
President

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

ACKNOWLEDGMENT:

Having been named to accept service of process for USA FINANCIAL
MORTGAGE GROUP, INC. at 10511 SW 88th ST. STE C-105, Miami, FL
33176, I hereby accept to act in this capacity and agree to comply
with the provisions of said Act relative to keeping open said
office.



Javier H. Gomez