

PD600000/8677

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

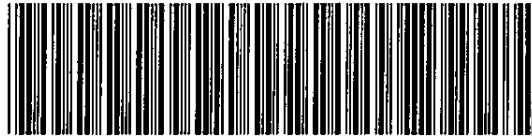
(Document Number)

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Amend

FILED
07 MAR -5 PM 2:14
CLERK OF STATE
TALLAHASSEE, FLORIDA

T. Roberts MAR 06 2007

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March 2, 2007

VIA OVERNIGHT MAIL

Florida Department of State
Division of Corporations
2661 Executive Ctr Circle West
Tallahassee, Fl 32301

Re: Payday USA – Florida, Inc. – Articles of Amendment
[BJ & H File No. 1772.15]

Dear Sir or Madam:

In accordance with the provisions of the Florida Business Corporation Act, as amended, we are hereby enclosing the following documents relating to the amendment of the Articles of Incorporation of the above-referenced corporation:

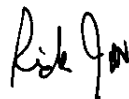
1. Executed original and one exact copy of the Articles of Amendment to the Articles of Incorporation of Payday USA – Florida, Inc.; and
2. Check in the amount of \$52.50 payable to the Secretary of State, to cover the cost of filing the above-referenced document, a certified copy and a certificate of status to be returned to this office..

I understand that a conformed and sealed copy of the Articles of Amendment will be returned to me, along with a certified copy and a certificate of status. Please contact me by telephone prior to returning any deficient documents.

Thank you for your assistance in this matter.

Sincerely,

JONES, HALEY & MOTTERN, P.C.



Richard W. Jones

RWJ:jem
Enclosures
cc: Mr. Kevin Clayton

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PAYDAY USA - FLORIDA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name of the corporation is PAYDAY USA - FLORIDA, INC.

II.

Effective the date hereof, Article II of the Articles of Incorporation of PAYDAY USA - FLORIDA, INC. is amended to read as follows:

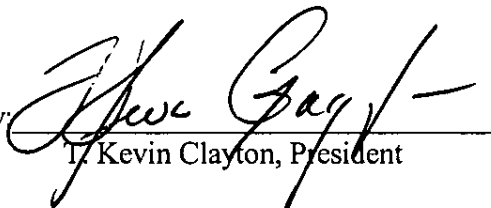
The Corporation shall have authority to issue 100,000,000 shares of common stock having a par value of \$.0001.

III.

In accordance with the provisions of Section 607.1006 of the Florida Business Corporations Act, the above amendment to the Articles of Incorporation of the Corporation was adopted by the Board of Directors of the Corporation and by the holders of a majority of the outstanding shares of common stock. The number of shares voting to approve the amendment was sufficient for approval thereof. In addition, a notice of such approval was given to the Corporation.

IN WITNESS WHEREOF, the Articles of Amendment were executed by the undersigned officer of the Corporation on December 27, 2006.

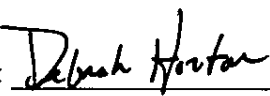
PAYDAY USA - FLORIDA, INC.

By: 

Kevin Clayton, President

[CORPORATE SEAL]

ATTEST:

By: 

, Secretary