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Account Number : I20010000246 Phone : (813)655-9193 Fax Number : (813)655-6628

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UNIVERSAL MERCHANT SYSTEMS, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF UNIVERSAL MERCHANT SYSTEMS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this company adopts the following Articles of Amendment to its Articles of Incorporation:

The Corporation Directors shall be changed to:

Philay Demian 2335 Needham Drive Valrico, Florida 33594

The Corporation Officers shall be changed to:

President:

Philay Demian

Secretary:

Philay Demian

Treasurer;

Philay Demian

The Corporation address shall be changed to:

2335 Needham Drive Valrico, Florida 33596

The date of the adoption of this Amendment is July 18, 2008.

The Amendment was approved by the necessary consent of the Directors and the number of votes cast for the Amendment was sufficient for approval.

The Amendment was approved by the necessary consent of the Shareholders and the number of votes cast for the Amendment was sufficient for approval.

This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this July 18, 2008.

Philay Demian, Chairman

Propered by:
The Law oppicing
Juryesty A. Down, P.A.
609 West Lumbers Road
Dannon, Probins 23511
(813) 655-9193