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. To whom it may concerned:

As requested you will find enclosed Written approval and clearance from the Office of Financial Regulation.

You will also find enclosed a check in the amount of \$ 35.00 and the name change document.

Please send the documents when filed to:

Marc Labossiere PA 1222 NE 4th Avenue Fort Lauderdale Florida 33304

Thank You



June 20, 2006

MARC LABOSSIERE PA 1222 NE 4TH AVENUE FORT LAUDERDALE, FL 33304

SUBJECT: CAPITAL CORP MERGERS AND ACQUISITIONS, INC.

Ref. Number: P93000080934

We have received your document for CAPITAL CORP MERGERS AND ACQUISITIONS, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Regulation, resubmit the document and the approval letter to the Division of Corporations for filing.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Letter Number: 906A00041282

Thelma Lewis
Document Specialist Supervisor



OFFICE OF FINANCIAL REGULATION

FINANCIAL SERVICES COMMISSION

JEB BUSH GOVERNOR

TOM GALLAGHER CHIEF FINANCIAL OFFICER

CHARLIE CRIST ATTORNEY GENERAL

July 7, 2006

Mr. Marc Labossiere 1222 NE 4th Avenue Ft. Lauderdale, Florida 33304

Dear Mr. Labossiere:

DON B, SAXON

COMMISSIONER

Re: Capital Corp. Merchant Banking, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Linda B. Charity

Loda B Charley

Director

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations, Department of State

ARTICLE OF AMENDMENT TO ARTICLE OF INCORPORATION OF CAPITAL CORP MERGERS AND ACQUISITIONS, INC

Pursuant to the provisions of section 607,1006 Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

Amendments Adopted

3) The name of the corporation is changed from CAPITAL CORP MERGERS AND ACQUISITIONS, INC to CAPITAL CORP. MERCHANT BANKING, INC. effective June 14, 2006

SECOND:

The date of each amendment's adoption: June 14, 2006

THIRD:

Adoption of amendments: The Amendments were approved by the

shareholders. The number of votes cast for the amendments were

sufficient for approval.

Signed this 14th Day of June, 2006

By:

Gilles A Herard Jr - President

Document # P93000080934

SECRETARY OF STATE