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January 19, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED OF STATE
SECRETARY OF CORPORATIONS
98 JAN 23 AM 11:55

ARTICLES OF AMENDMENT

for

Merchants and Contractors Financial Corporation

Dear Sir or Madame:

Enclosed please find an original and one (1) copy of the Articles of Amendment for the above corporation and a check for \$87.50 to cover the filing fee and for a certified copy of the document.

Please note the amendment changes the name of the corporation to Merchants and Contractors Capital Corporation.

Please send the certified copy to the following address:

**Robert J. Hutchins, Attorney
222 West Comstock Avenue, Suite 111
Winter Park, Florida 32789**

Respectfully submitted,



Robert J. Hutchins, Attorney

Enclosures

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
*of***

**Merchants and Contractors Financial
Corporation**

Merchants and Contractors Financial Corporation, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act hereby adopts the following amendment to its Articles of Incorporation:

1. Article I is amended to read as follows:

ARTICLE I - NAME

The name of this Corporation is Merchants and Contractors Capital Corporation.

2. This amendment has been effected in conformity with the provisions of the Florida Business Corporation Act, and such amendment was duly adopted by the shareholders of the corporation on the nineteenth (19th) day of January, 1998.

3. The number of shares outstanding was two-hundred (200), and the number of shares entitled to vote on the amendment to the Articles of Incorporation was two-hundred (200), the holders of all of which have signed a written consent to the adoption of such amendment to the Articles of Incorporation. The number of votes cast by the shareholders was sufficient for approval of the amendment.

In witness whereof, the undersigned officer of this corporation has executed these Articles of Amendment on January 19, 1998.


Robert J. Hutchins, President

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