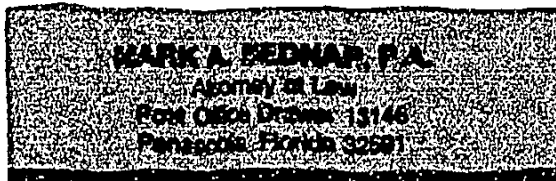


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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment NC
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 FEB 10 AM 10:43
TALLAHASSEE, FLORIDA

SH 2/14

ARTICLES OF AMENDMENT
TO
EXCALIBUR FINANCIAL SERVICES, INC.
OF
PREMIERE AUTO SALES, INC.

FILED
97 FEB 10 AM 10:43
TALLAHASSEE, FLORIDA

The undersigned being the President and Secretary of PREMIERE AUTO SALES, INC., a Florida corporation, hereby certify that the following Amendment to the Articles of Incorporation was duly adopted unanimously by all of the Directors and all of the Shareholders at a meeting duly held by them on the 1st day of November, 1996.

AMENDMENT

Change the name of the corporation from PREMIERE AUTO SALES, INC. to EXCALIBUR FINANCIAL SERVICES, INC..

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I shall set my hand and seal this 1st day of November, 1996.


MARK A. BEDNAR

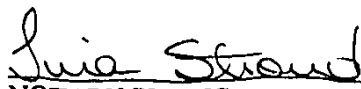
STATE OF FLORIDA)
COUNTY OF ESCAMBIA)

BEFORE ME personally appeared MARK A. BEDNAR who is personally known to me to be the persons described in and who executed the foregoing ARTICLES OF AMENDMENT as President and Secretary of PREMIERE AUTO SALES, INC., and severally acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 1st day of November, 1996, in the aforesaid County and State.



TINA STROUD
My Commission CC880230
Expires Apr. 24, 2000


NOTARY PUBLIC