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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF GOLD-N-CASH, INC. II.

FILED

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ALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article IV shall be amended to read that the Directors that will hold Office of the corporation shall be ALBA LUCIA SALAZAR, as President and Secretary and JAVIER R. BOTERO, as Vice-President and Treasurer and the directors address is 7291 NW 36th Street, Miami, FL 33155.

The Principal Office and the Registered Agent of this corporation shall be amended to read ALBA LUCIA SALAZAR, 7291 NW 36th Street, Miami, FL 33155.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption:

October 10, 2002

FOURTH: Adoption of Amendment(s) (check one)

XX The amendment(s) was/were approved by the shareholders. The number of votes casted for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by Voting group

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and

shareholder action was not required.

Signed this 10th day of October, 2002.

Signature (By the Chairman or Vice Chairman of the Board

Of Directors, President or other officer if adopted by the Shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ALBA LUCIA SALAZAR

Typed or printed name

President (

Title

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 to 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is: GOLD-N-CASH INC. II.

2. The name and address of the registered agent and office is: _ALBA LUCIA SALAZAR, 7291 NW 36th Street, Miami, FL 33155.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with an accept the obligations of my position as registered agent.

Signature

11-19-02

Date