

ACCOUNTING      BOOKKEEPING      TAX SERVICES      CONSULTATION

10651 North Kendall Drive, Suite #201, Miami, FL 33176      FAX (305) 273-8533      Phone (305) 273-8588

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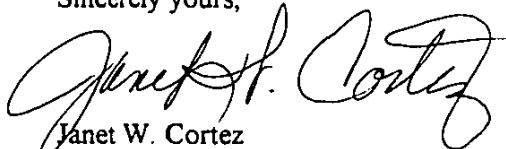
June 12, 1997

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

Dear Sirs:

Please find enclosed an original and two copies of the Articles of Amendment to the Articles of Incorporation for INTERSTATE MONEY SERVICES, INC. A check in the amount of \$87.50 is enclosed to cover the cost of the filing fee and a certified copy.

Sincerely yours,

  
Janet W. Cortez  
Vice President

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-06/18/97--01013--002  
\*\*\*\*\*87.50      \*\*\*\*\*87.50

FILED  
97 JUN 18 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend E Name Change*  
*LFJ*  
*6-24-97*

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

FILED  
97 JUN 18 AM 9: 18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**INTERSTATE MONEY SERVICES, INC.**

Pursuant to the provisions of section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:**      **ARTICLE I** is being amended to read as follows:

The name of the Corporation is **INTERSTATE EXCHANGE CORPORATION**

**ARTICLE IV** is being amended to read as follows:

The aggregate number of shares which the corporation has authority to issue is One Million (1,000,000), all of which shall be common shares having a par value of ten cents (\$.10) per share.

**ARTICLE IX** is being amended to read as follows:

The name and addresses of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen, are:

Alvaro Lozano  
1995 West 8th Avenue  
Hialeah, FL 33010

Silvio Cortez  
10651 N. Kendall Dr. Suite 201  
Miami, FL 33176

**ARTICLE X** is being amended to read as follows:

The name and addresses of the Officers of the Corporation, who shall hold office for the first year, or until their successors are chosen by the Board of Directors in accordance with the bylaws, are:

Alvaro Lozano  
1995 West 8th Avenue  
Hialeah, FL 33010

President, Treasurer

