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November 6, 1997

Corporate Records Bureau
Division of Corporation
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-11/10/97--01154--002

*****35.00 *****35.00

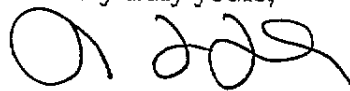
Re: NATIONS AUTO TITLE LOANS OF BOCA, INC.

Dear Sir/Madam:

Enclosed herein please find an original and one (1) copy of the Amendment of Certificate of Incorporation for the above named corporation. Please file the original and return the copy to me stamped with the date of filing. Enclosed is a check in the sum of \$35.00 to cover the filing fee.

Thank you for your cooperation in this matter.

Very truly yours,



THOMAS L. LaSALLE

TLL/mcl
encl.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV 10 AM 11:52

FILED

Name change

KFT

11-14-97

**AMENDMENT TO ARTICLES OF INCORPORATION
OF
NATIONS AUTO TITLE LOANS OF BOCA, INC.**

FILED
97 NOV 10 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


NATIONS AUTO TITLE LOANS OF BOCA, INC., a Florida corporation, hereby amends **ARTICLE I** of its Articles of Incorporation filed on May 27, 1997 as follows:

ARTICLE I. NAME AND ADDRESS

The name of the corporation shall be **ALAMO AUTO TITLE LOANS, INC.** The address of the principal office of this corporation shall be 335 N. Federal Highway, Boca Raton, FL 33432 and the mailing address of the corporation shall be the same.

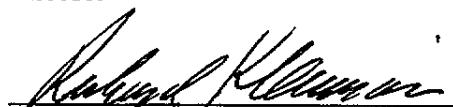
CERTIFICATE

We, the undersigned, being respectively the President and Secretary of **NATIONS AUTO TITLE LOANS OF BOCA, INC.**, do hereby certify that the foregoing Amendment to Articles of Incorporation was unanimously approved by the Board of Directors at a regularly called meeting on the 27th day of October, 1997, and that the foregoing Amendment to Articles of Incorporation was proposed by the Board of Directors to the Stockholders. We further certify that the Stockholders of said corporation unanimously adopted the foregoing change in the Articles of Incorporation at a regularly called meeting of said Stockholders on the 27th day of October, 1997. This Certificate is hereby made pursuant to the laws of the State of Florida.



President

Attest:



Secretary

STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

BEFORE ME, personally appeared **RICHARD KLEIMAN**, to me well known and known to me to be the President and Secretary of the corporation named in the foregoing instrument, and known to me to be the person who as such officers of said corporation, executed the same; and then and there the said **RICHARD KLEIMAN**, did acknowledge before me that said instrument is the free act and deed of said corporation by him executed as such officers for the purposes therein expressed.

WITNESS my hand and official seal this 6th day of November, 1997.



MARY C. LOGAN
COMMISSION # CC 586138
EXPIRES SEP 17, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

(Seal)

Mary C. Logan
Notary Public

My Commission Expires