

P97000065469

FILING COVER SHEET

REFERENCE:

0150.5408

DATE:

2-3-99

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

Amanco Corp.

STATE FEES PREPAID WITH CHECK #

4243

FOR \$

43.75

PLEASE FILE:

() ARTICLES OF INC.

(X) AMENDMENT

() DISSOLUTION

() ANNUAL REPORT

() MERGER

() WITHDRAWAL

() QUALIFICATION

() LIMITED PARTNERSHIP () ANNUAL REPORT

() FICTITIOUS NAME

() LIMITED LIABILITY

() REINSTATEMENT

() TRADEMARK/SERVICE () UCC-1

() UCC-3

PROVIDE US WITH:

(X) CERTIFIED COPY

() CERTIFICATE OF STATUS

(X) STAMPED COPY

Examiner's Initials

ADK
2/3/99

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AMANCO CORP.**

99 FEB -3 PM 1:53
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is **AMANCO CORP.** (the "Corporation"), Charter #97000065469, filed on July 29, 1997.

2. The following Amendment to the Articles of Incorporation was adopted by the sole Director of the Corporation and the sole Shareholder of the Corporation, the number of votes cast being sufficient for approval, on January 29, 1999 in the manner prescribed by Section 607.1003 of the Act:

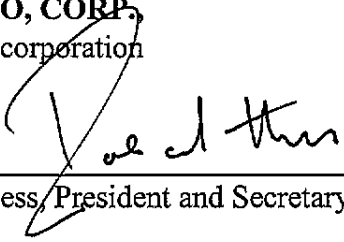
ARTICLE I

The name of the Corporation is **Nueva Financial Services Corp.** (the "Corporation").

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation of **AMANCO CORP.** this 1st day of February, 1999.

AMANCO, CORP.
a Florida corporation



Roland Hess, President and Secretary

**SPECIAL CORPORATE ACTION
BY
THE SOLE DIRECTOR
AND
THE SOLE SHAREHOLDER
OF
AMANCO CORP.**

The undersigned, being the sole Director and the sole Shareholder of **AMANCO CORP.** (the "Corporation"), a corporation organized and existing under the laws of the State of Florida, does hereby unanimously agree, consent to, adopt and order the following corporate action, without a meeting, pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act:

RESOLVED, that the Corporation's Articles of Incorporation shall be amended as reflected in the Articles of Amendment to the Articles of Incorporation, a copy of which is attached hereto and made a part hereof; and it is

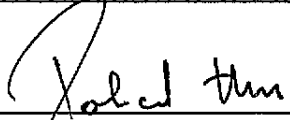
RESOLVED, that any officer of the Corporation is hereby authorized and directed to execute the Articles of Amendment to the Articles of Incorporation and to file same with the Secretary of State of the State of Florida.

RESOLVED, that Charles Bevan be and hereby is removed as President, Secretary and Director of the Company and his employment with the Company is terminated all effective the 31st day of December, 1998; and it is

RESOLVED, that Roland Hess is hereby elected as President, Secretary and Director of the Corporation effective the 1st day of January, 1999, to serve until the next annual meeting of directors and shareholders or until respective successors have been duly elected and qualified, and it is

IN WITNESS WHEREOF, the undersigned being the sole Director and the sole Shareholder of the Corporation, has executed the foregoing Special Corporate Action for the purposes herein expressed this 29th day of January, 1999.

Sole Shareholder & Director:



Roland Hess