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98 OCT -8 PH 3 38 SECRETARY OF STATE **ARTICLES OF INCORPORATION**

OF

WORLD WIDE CREDIT CARD MERCHANTS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Robert M. Ingra
Secretary:	Robert M. Ingra
Treasurer:	Robert M. Ingra

SECOND: Article 5 shall be amended to state:

President:	Francisco J. Diaz
Secretary:	Victor Floresmeyer
Treasurer:	Victor Floresmeyer

whose addresses shall be the same as the principal address of the Corporation.



343 Almeria Avenue Coral Gables, FL 33134 - (305) 445-2700 - (800) 603-3900 - Facsimile (305) 447-8900 MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479 http://www.amerilawyer.com

THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Robert M. Ingra

FOURTH: The Director(s) of the Corporation shall be changed to:

Francisco J. Diaz Victor Floresmeyer

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 25 August 1998.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 25 August 1998.

ARTAMEND.PRES

Francisco J. Diaz, Chairman of the Board of Directors



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