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BASIC AMENDMENT

LIGHTHOUSE FINANCIAL GROUP OF TENNESSEE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
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AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
LIGHTHOUSE FINANCIAL GROUP OF TENNESSEE, INC.

WHEREAS, the Articles of Incorporation of LIGHTHOUSE FINANCIAL GROUP OF TENNESSEE, INC. (the "Corporation") were filed with and approved by the Secretary of State of Florida on the 26th day of May, 1999; and

WHEREAS, it is the intention of the sole director of the Corporation that the Articles of Incorporation be amended in accordance with the Amendment to the Articles of Incorporation hereinafter set forth; and

WHEREAS, the proposed Amendment to the Articles of Incorporation of the Corporation hereinafter set forth was adopted by the Board of Directors of the Corporation on August 25, 1999, and approved by the shareholders of the Corporation on August 25, 1999, and the number of votes cast by the shareholders in favor of the Amendment was sufficient for such approval.

WHEREAS, the approval of the Secretary of State of Florida of the proposed Amendment hereinafter set forth is hereby requested.

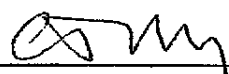
NOW, THEREFORE, the Articles of Incorporation of the Corporation are hereby amended by deleting in its entirety the present Article I and by substituting therefor the following, to-wit:

"ARTICLE I  
Name

The name of this corporation shall be: Lighthouse Financial Group of New Mexico, Inc."

IN WITNESS WHEREOF, this Amendment to the Articles of Incorporation is hereby executed on behalf of the Corporation this 25th day of August, 1999.

LIGHTHOUSE FINANCIAL GROUP OF  
TENNESSEE, INC.

By:   
Andrew J. May, President

Prepared by:  
Curt P. Creely, Esq.  
Post Office Box 1438  
Tampa, Florida 33601  
(813) 228-7411  
Florida Bar #: 0054712

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