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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0380

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : 120000000257
Phone : (850) 224-8870
Fax Number : (850) 224-7047

BASIC AMENDMENT

U.S.A. MONEY EXCHANGE, INC.

Certificate of Status	0
Certified Copy	1
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04 SEP 17 PM 12:00

DIVISION OF CORPORATIONS

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DEPT. OF STATE
TALLAHASSEE, FLORIDA

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Amend
g/m/04

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**Articles of Amendment
For
U.S.A. MONEY EXCHANGE, INC.**

The undersigned for the purpose of amending a Corporation for profit under the Florida Business Corporation Act, Pursuant to Florida Statute section 607.1006, adopts and files the following Articles of Amendment:

**Article I
Name of Corporation**

The name of this corporation is: **U.S.A. MONEY EXCHANGE, INC.**

**Article II
Date of Filing**

The Articles of Incorporation of the above named corporation were filed with the Department of State of Florida on the 8TH day of March, 1991.

**Article III
Name Correction, Change and Replacement**

The above named corporation hereby changes and replaces the names of the initial officers, shareholders and directors of the corporation as set-forth on the Articles of Incorporation as follows:

MERCEDES FERNANDEZ

and

BEATRIZ GUILLEN

Shall be replaced in all respects by:

SYED MOHAMMAD
207 11th Street
Miami Beach, FL 33139

**President, Secretary, Vice
President and Director**

**Article IV
Change of Registered Agent**

The above named corporation hereby changes its Registered Agent and Office as follows:

BEATRIZ GUILLEN
207 11th Street

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SECRETARY OF STATE
MIAMI BEACH, FLORIDA

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Miami Beach, Fl. 33189

Shall be replaced as Registered Agent by:

SYED MOHAMMAD
207 11th Street
Miami Beach, Fl. 33189

Article IV
Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is now 100 shares of common stock at \$1.00 per share par value.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares each shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and The current shareholders and corresponding interest of such shareholders is as follows:


SYED MOHAMMAD

100 shares

Article VI
Approval of Directors

The undersigned as the initial Officer, Shareholder and Director of the above named corporation adopts, approves, and authorizes this amendment on this the 30th day of July, 2004. The approval of the Directors and Shareholders has been obtained in connection with this amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment in the State of Florida, on August 16, 2004.


MERCEDES FERNANDEZ,
Officer, Director and
Shareholder


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CAPITAL CONNECTION

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BEATRIZ GUILLEN,
Officer, Director and
Shareholder

IN WITNESS WHEREOF, the undersigned hereby accepts the appointment of
Registered Agent, and states that it is familiar with, and accepts the obligations provided
for in Section 607.0505 Florida Statutes.


SYED MOHAMMAD

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