

K13117

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

MAGNA LIFE SETTLEMENTS, INC.

RECEIVED  
2007 OCT 25 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate of Status	0
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Amend @ 10/25/07

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**AMENDMENT TO ARTICLES OF INCORPORATION OF  
MAGNA LIFE SETTLEMENTS, INC.**

K13117

Article II of the Certificate of Incorporation of Magna Life Settlements, Inc., a Florida corporation, is hereby amended to read henceforth as follows:

**ARTICLE II**

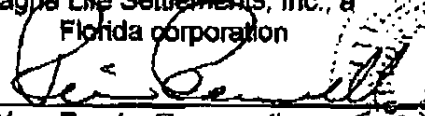
**Purpose**

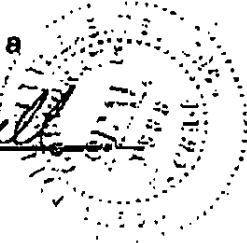
This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida, including but not limited to, the authority to act as a Viatical settlement provider.

I hereby certify that the above amendment to the Certificate of Incorporation of Magna Life Settlements, Inc., was approved by the Board of Directors and Stockholders of the corporation at a Joint Meeting of the Board of Directors and Shareholders duly held on the 24th day of October, 2007.

IN WITNESS WHEREOF, the undersigned officers, pursuant to the approval and authority given by the Board of Directors and Stockholders, have set their hands and affixed the corporate seal.

Magna Life Settlements, Inc., a  
Florida corporation

  
BY: Ramiro Rencurrell  
President

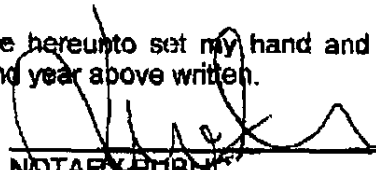


STATE OF FLORIDA )  
                          ) SS.  
COUNTY OF DADE )

I HEREBY CERTIFY that this 24th day of October, 2007, personally appeared before me, officers duly authorized to administer oaths and take acknowledge, Ramiro Rencurrell, to me well known and known to me to be the individual(s) described in and who executed the foregoing instrument as President of Magna Life Settlements, Inc., a Florida corporation, and acknowledged before me that HE executed such instrument as President of said corporation, and that the seal affixed to said instrument is affixed by due and regular corporate authority, and that said instrument is the free act and deed of said corporation, and HE did take an oath.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Coral Gables, Florida, the day and year above written.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



This Instrument prepared by:

Rosario P. Duncan, Esq.  
1320 S. Dixie Highway  
Sixth Floor  
Coral Gables, FL 33146  
Fla. Bar No.: 239909

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CERTIFICATE AS TO RESOLUTIONS

I, Ramiro Rencurrell, President of MAGNA LIFE SETTLEMENTS, INC., being first duly sworn and deposed hereby certify as follows:

At a Joint Meeting of the Shareholders and Board of Directors of the Corporation, duly and regularly held in accordance with the Corporation's Bylaws on October 24, 2007, at which a quorum as prescribed by law and the by-laws of the Corporation was present and voting throughout, the following recitals and resolutions were unanimously adopted and the same have not been revoked, cancelled, annulled or amended in any manner and are in full force and effect on the date of this Certificate:

RESOLVED, to amend Article II of the Certificate of Incorporation to read as follows:

ARTICLE II

Purpose

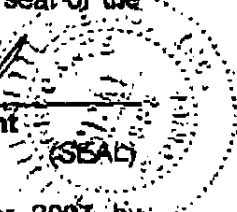
This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida, including but not limited to, the authority to act as a Viatical settlement provider.

FURTHER RESOLVED, that the Shareholder and the Board of Directors hereby empower the officers of the Company to do all necessary acts and execute all necessary documents required to implement the above resolutions.

IN WITNESS WHEREOF, this Certificate has been signed and the seal of the Corporation has been affixed hereto this 24th day of October, 2007.

*Ramiro Rencurrell*

Ramiro Rencurrell, President



SWORN TO and SUBSCRIBED before me this 24th day of October, 2007, by RAMIRO RENCURRELL, who is personally known to me or who produced n/a as identification, at Miami, Dade County, Florida.

*[Signature]*

NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

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