

AZ CORPORATION COMMISSION FILED

DEC 28 2011

ARTICLES OF AMENDMENT

Pursuant to A.R.S. 29-633 (F)

FILE NO.1-1104/10/16-5

1.	The name of the limited liability company is:
	Theta Wealth Management, LLC
2.	Attached hereto as Exhibit A is the text of the amendment.
	Dated this 21st day of November , 2010 .
	Signature:
	Print Name: Khursheed Mallick
	Check One: Member Manager

DO NOT PUBLISH THIS SECTION

The amendment must be executed by a manager if management of the limited liability company is vested in a manager or by a member if management is reserved to the members.

EXHIBIT A

First Articles of Amendment

Dated November 21, 2011

Theta Wealth Management, LLC

- The name of the company is THETA WEALTH MANAGEMENT, LLC (the "Company"), file number is L-1641616-5.
- 2. The initial Articles of Organization of the Company was filed on November 11, 2010.
- 3. Article 2 of the Articles of Organization of the Company is hereby deleted in its entirety and replaced with the following language:
 - "2. Known place of business in Arizona: 4163 E. Spur Drive, Cave Creek, AZ 85331"
- 4. Article 3 of the Articles of Organization of the Company is hereby deleted in its entirety and replaced with the following language:
 - "3. The name and street address of the statutory agent in Arizona: Khursheed Mallick, 4163 E. Spur Drive, Cave Creek, AZ 85331"
- 5. Article 6 of the Articles of Organization of the Company is hereby deleted in its entirety and replaced with the following language:
 - "6. Management Structure: Management of the Company is reserved to Member(s). The name and address of the member is:

KM Consulting, LLC

4163 E. Spur Drive

Cave Creek, AZ 85331

Executed this 21st day of November 2011

Executed by:

Name: Khursheed Mallick,

On behalf of member KM Consulting, LLC