

**AMENDMENT TO LLC
AGREEMENT OF "PAY DAY TODAY, L.L.C."**

Pursuant to Article VI of the Articles of Organization, and upon the unanimous written consent of the members, Gerald Bishop, 2723 Ray Nay, Birmingham, Alabama 35235 is hereby admitted as a member of Pay Day Today, L.L.C., and his name added as a additional member to Exhibit "A" to this Operating Agreement. Further, Article V of this Operating Agreement is amended as follows:

ARTICLE V

ALLOCATIONS OF PROFITS AND LOSSES

5.1 Allocation of Profits and Losses.

- (a) Net profits shall be allocated to the members as follows: Patrick Bishop 24 ½%, Gerald Bishop, 24 ½ %, Johnny Walker 51%. It is hereby acknowledged that Johnny Walker's contribution will be capital to operate the business and Patrick Bishop and Gerald Bishop's contribution is expertise and labor.

All other terms and provisions of the Operating Agreement remain.

IN WITNESS WHEREOF the undersigned have set our hands and seals on the date set forth beside our names:

4/1/99
Date

4-1-99
Date

4/1/99
Date


Patrick Bishop (Co-Manager)


Johnny Walker (Co-Manager)


Gerald Bishop (Member)

Inst # 1999-16261

04/16/1999-16261
11:04 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 HHS 15.00

EXHIBIT "A"
TO OPERATING AGREEMENT

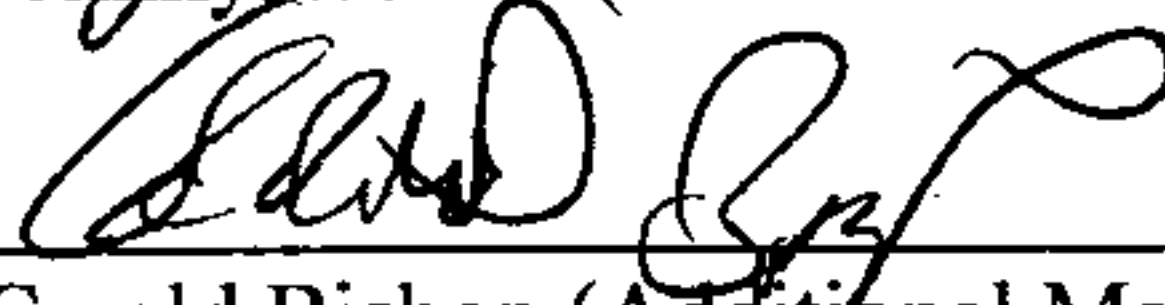
4/1/99
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4/1/99
Date


Patrick Bishop (Initial Member)


Johnny Walker (Initial Member)


Gerald Bishop (Additional Member)


CONSENT TO ADDITION OF MEMBERS

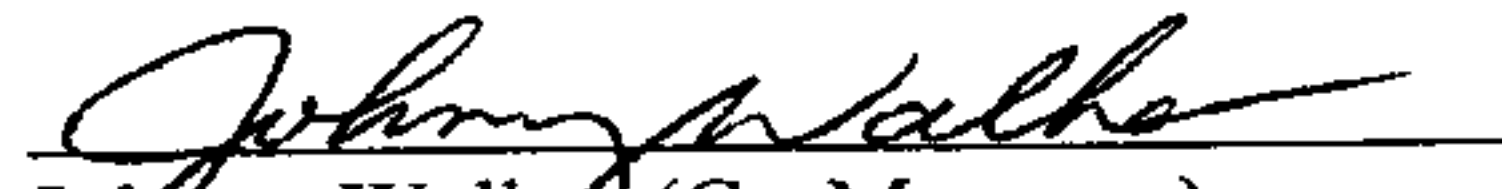
The undersigned, initial members of Pay Day Today, L.L.C., hereby express our written consent to the addition of Gerald Bishop as a member of Pay Day Today, L.L.C. effective April 1, 1999.

IN WITNESS WHEREOF the undersigned have set our hands and seals on the date set forth beside our names:

4/1/99
Date

4-1-99
Date


Patrick Bishop (Co-Manager)


Johnny Walker (Co-Manager)

Inst # 1999-16261

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