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BASIC AMENDMENT

ARPA AUTO CLINIC, INC.

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Articles of Amendment
To
Articles of Incorporation
Of
ARPA AUTO CLINIC, INC.

(Present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopt the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted :(indicate article number(s) being amended, added or deleted)

Article 5-The addition of a new officer shall be:

Javier Estamponi Vice President
2951 SW 72 Avenue
Miami, FL 33155

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption 09/9/04

FOURTH: Adoption of Amendment(s) (CHECK ONE) x The amendment(s) was/were approved by the shareholders. The number of voted cast for the amendment(s) was/were sufficient for approval.

___ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).

"The number of votes cast for the amendment(s) was/were sufficient for approval by ______________________________".
Voting group

___ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

___ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9 day of September 2004.

Signature ______________________
Manuel Estemponi
(By the Chairman or Vice Chairman of the Board of Directors, President or other Officer If adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Manuel Estemponi

President

Title