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PHILLIPS & ZISKINDER
C O U N S E L L O R S A T L A W

Kendall J. Phillips • Steve Ziskinder

March 8, 2006

VIA FEDEX

State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314

Re: Rick Starr Lincoln-Mercury, Inc.

Dear Sir/Madam:

Enclosed please find this firm's draft in the amount of Forty-Three and 75/100 Dollars (\$43.75) together with the original Articles of Amendment to Articles of Incorporation of Rick Starr Lincoln-Mercury, Inc.

Once the same has been filed, please return a certified copy to our office.

Thank you for your assistance in this matter.

Very truly yours,

PHILLIPS & ZISKINDER, P.A.

By: Cristi D. Paschal
Cristi D. Paschal, Legal Assistant
to Kendall J. Phillips

/cdp

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF RICK STARR LINCOLN-MERCURY, INC.

Pursuant to the provisions of §607.1006 Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

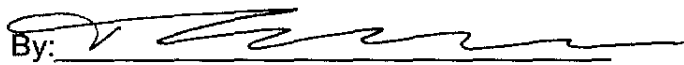
FIRST : Article XI, is added identifying the officers of the corporation as follows: Richard N. Starr as President and Richard N. Starr, II, as Vice-President.

SECOND: The date of each amendment's adoption is October 20, 2005.

THIRD: Adoption of Amendment. The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval. Only one voting group entitled to vote did vote on these amendments.

Signed this 20th day of October, 2005.

RICK STARR LINCOLN-MERCURY, INC.

By: 
Richard N. Starr
President/Director

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