

P01000018559

Paul Alan Bucy
6053 Sabal Creek Blvd.
Port Orange, FL 32128

August 14, 2001

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32344

600004539986--6
-08/17/01--01043--023
*****43.75 *****43.75

Re: Articles of Amendment
American Auto Group, Inc.


Dear Sir/Madam:

Enclosed is the Articles of Amendment to the above-referenced corporation,
and a check in the amount of \$43.75, representing the filing fee and the cost
for one certified copy of the Articles of Amendment.

If you need any additional information, please contact me at (386) 760-9533.

Thank you for your attention to this matter.

Sincerely,


Paul Alan Bucy
Board of Director/Incorporator

Enclosures

FILED
01 AUG 27 PM 4: 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend NC

Ann Bucy GAVE

AUTHORIZATION BY PHONE ()

delete the word initial
delete the Article to change the incorporators

DOC. EXAM. T. LEWIS AUG 23 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
01 AUG 27 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

American Auto Group, Inc.

(present name)

PO1000018559

(Document Number of Corporation (If known))

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

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

Article I. ^{NAME} The name of the corporation is: Fleet USA Auto Salvage, Inc.,
Principal Office: 6053 Sable Creek Blvd., Port Orange, FL. 32127.

Article V. ^{Initial Registered Agent and Office} The address of the registered office is: 6053 Sable Creek Blvd.,
Port Orange, FL, 32127 and the name of the registered agent at said
address is: Paul Alan Bucy.

Article VI. Initial Board of Directors: The number of Directors constituting the
Board of Directors is two. The number of directors may be increased from
time to time in accordance with the Bylaws, but shall never be less
than two. The names and addresses of the directors of the corporation
are as follows:

Paul Alan Bucy
6053 Sable Creek Blvd.
Port Orange, FL 32127

Rick Halcomb
6062 Central Park Blvd.
Port Orange, FL 32127

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: August 14, 2001

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes 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 14th day of August, 2001

Signature



(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)

Paul Alan Bucy

(Typed or printed name)

Incorporator/Board of Director

(Title)

Paul Alan Bucy
6053 Sabal Creek Blvd.
Port Orange, FL 32128

August 23, 2001

I am familiar and accept the role and responsibilities as a registered agent for this corporation.

Sincerely,

A handwritten signature in cursive script, appearing to read "Paul Bucy".

Paul Alan Bucy
Board of Director/Incorporator