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Amend.

T BROWN APR 2 4 2003

VILLA AUTO SALES CORPORATION c/o Thorpe's Consulting Systems

6327 Piney Glen Lane Orlando, Florida 32819

March 14, 2003

Secretary of State Division of Corporation 409 East Gaines Street Tallahassee, Florida 32399

Re: Villa Auto Sales Corporation

Gentlemen:

Enclosed please find amendment to Articles of Incorporation for Villa Auto Sales Corporation in the amount of \$43.75.

This represents the cost of the filing fees and Certificate of Status for the above named corporation.

Very truly yours,

TES/cl Enclosures

VILLA AUTO SALES CORPORATION c/o Thorpe's Consulting Systems 6327 Piney Glen Lane Orlando, Florida 32819

April 17, 2003

Secretary of State Division of Corporation 409 East Gaines Street Tallahassee, Florida 32399

Re: Villa Auto Sales Corporation

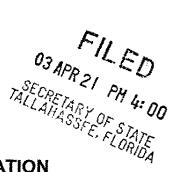
Gentlemen:

Enclosed please find amendment to Registered Agent. The amendment was filed and this form was sent in. However, we are still awaiting your reply. See Enclosed.

Very truly yours,

Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



VILLA AUTO SALES CORPORATION

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 V - BOARD OF DIRECTORS

This corporation shall have three (3) directors. The number of directors may be either increased from time to time by the By-laws, but shall never be less than one (1). The name and address of the director(s) of the corporation are as follows:

Name: RENIS NORELIEN President 2533 LATE COURT

Orlando, FL 32839

RENIS NORELIEN Secretary 2533 LATE COURT Orlando, FL 328391

RENIS NORELIEN Treasurer 2533 LATE COURT Orlando, FL 32839

SECOND ARTICLE VI - REGISTERED OFFICE AND AGENT

The principal office and the mailing address of this corporation shall be:

LYSANDER THORPE 6327 PINEY GLEN LANE Orlando, FL 32819

THIRD: The date of each amendment's adoption: March 13, 2003

FORTH: 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.			
Q	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			
٠	voting group			
a	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
a	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
S	signed this 13 day of MARCH , 2003			
Si	gnature PRenis Norden			
~.,	(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)			
	RENIS NORELIEN			
Typed or printed name				

Title

CERTIFICATE AND ACKNOWLEDGEMENT

OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF

VILLA AUTO SALES CORPORATION

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

LYSANDER THORPE 6327 PINEY GLEN LN Orlando, FL 32819

Has named: LYSANDER THORPE

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

(Registered Agent