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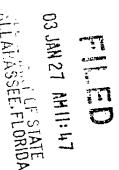
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USA

171 S.W. 5th Street Pompano Beach, FL 33060 Tel: (954) 709-3708

January 20th 2003

Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, FL 32314

Object: Amendment for document # P02000130090

Dear Sir or Madam,

Please find enclosed a check in the amount of \$35.00 as a request for the Amendment to the Articles of Incorporation of Transcontinental Car USA Corp.

Thank you for your prompt cooperation.

Best Regards,

Raphael Brummer

President

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

03 JAN 27 AH II: 47

TALLAHASSEE, FLORIDA

Transcontinental Car USA Corp.

(present name)

P02000130090

(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 II: The principal place of business address: 171 S.W. 5th Street, Pompano Beach FL 33433

The mailing address of the corporation is: 10400 Camelback Lane, Boca Raton FL 33498

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:

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 voting 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.
Ø	The amendment(s) was/were adopted by the incorporators without shareholder action as shareholder action was not required.
	Signed this 20th day of January , 2003
Signature_	Son
~. <u>~</u>	(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)
	Raphael Brummer
	(Typed or printed name)
	President / Lucasac + ron_