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BASIC AMENDMENT
PRO SHOP AUCTION, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 23, 2004

PRO SHOP AUCTION, INC.
771 FENTRESS BOULEVARD
SUITE 14
DAYTONA BEACH, FL 32114

SUBJECT: PRO SHOP AUCTION, INC.
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PRO SHOP AUCTION, INC.
Document Number: P04000000110**

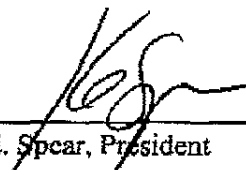
Pursuant to the provisions of section 607.1006, Florida Statutes, the Florida profit corporation adopts the following amendment to its articles of incorporation.

1. Article 1 of the Articles of Incorporation of Pro Shop Auction, Inc.(the "Corporation") is amended as follows:

"The name of the corporation is: "Daytona Wholesalers, Inc."

2. The foregoing amendment was adopted by the shareholders of the corporation on February 13, 2004. The number of votes cast was sufficient for approval of this amendment.

IN WITNESS WHEREOF, the undersigned president of the corporation has executed these Articles of Amendment on February 13, 2004.



Keith E. Spear, President

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