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BASIC AMENDMENT

CHEETAH E QUIPMENT SALES, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CHEETAH EQUIPMENT SALES, INC.**

Pursuant to the provisions of section 617.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: The name of this corporation shall be changed to **HEAT RACING, INC.**

SECOND: Article 5 of the Articles of Incorporation provides:

President: Gary Lee Green
Secretary: Gary Lee Green

THIRD: Article 5 shall be amended to state:

President: Louis H. Cabre
Secretary: Gary Lee Green

whose addresses shall be the same as the principal address of the Corporation.



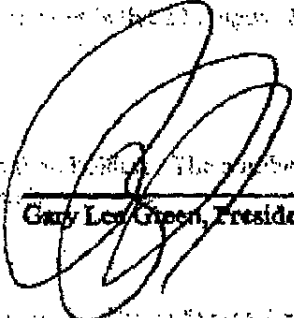
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FOURTH: The date of the adoption of this amendment is the 23 August 2005

FIFTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

SIXTH: This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this 23 August 2005

SEVENTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.


Gary Lee Green, President

EIGHTH: This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this 23 August 2005

[Faint signature]



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