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ORDER DATE: May 3, 2004

ORDER TIME : 11:09 AM

ORDER NO. : 608959-005

CUSTOMER NO: 10329A

CUSTOMER: David P. Persson, Esq

Hankin, Persson, Davis, 1820 Ringling Boulevard

Sarasota, FL 34236

DOMESTIC AMENDMENT FILING

NAME: REDLINE AUTO GROUP CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO 04 MAY SO ARTICLES OF INCORPORATION OF REDLINE AUTO GROUP CORP

We, the undersigned, being the President and Vice President of REDLINE AUTO GROUP CORP, a Florida corporation, hereby certify that the following Amendments were unanimously adopted by the corporation by unanimous written consent on the 30th day of April, 2004.

ARTICLE 1. "NAME" is amended to read as follows:

The name of the corporation is REDLINE AUTO GROUP, INC.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 30th day of April, 2004.

RANDALL S. COHEN, PRESIDENT

ATTEST:

Caryn Cohen Vice President

CORPORATE SEAL: