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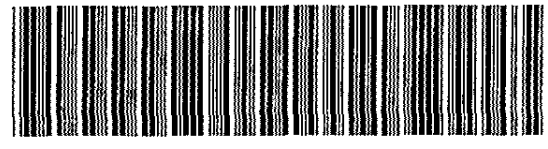
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mark S. Matthews

Attorney at Law

Mallory L. Johnson
Of Counsel

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December 13, 2004

Division of Corporations
State of Florida
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
04 DEC 15 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: *T.C.B. Towing, Inc.*

Dear Sir or Madam:

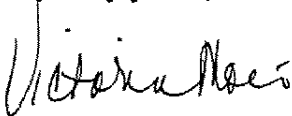
Enclosed please find Articles of Amendment to Articles of Incorporation of *T.C.B. Towing, Inc.* to be filed with the State of Florida, and Notice of Resignation As Officer and Director of *T.C.B. Towing, Inc.*

Enclosed are my checks in the amount of \$35.00 each, which represents the fee for certified Amended Articles Notice of Resignation of the above corporation.

Please return the certified Amended Articles and Resignation in the enclosed prepared envelope.

If you have any questions or comments, please call my office.

Very truly yours,



Victoria Morris, CLA
Legal Assistant to Mark S. Matthews

lom/vm
Enclosures (as stated)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
T.C.B. TOWING, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 adopted:

ARTICLE I:

Address of corporation will be changed to the following:

T.C.B. TOWING, INC.
3918 SW Laffite St.
Port St. Lucie, FL 34953

ARTICLE VII:

The name and address of the Board of Directors will be amended as follows:

Adrian C. Melendez
3918 SW Laffite St.
Port St. Lucie, FL 34953

ARTICLE VIII:

The officers elected are amended as follows:

Adrian C. Melendez, President
Adrian C. Melendez, Vice President
Adrian C. Melendez, Secretary
Adrian C. Melendez, Treasurer

The name and address Resident Agent has been amended as follows:


Adrian C. Melendez
3918 SW Laffite St.
Port St. Lucie, FL 34953

SECOND: Shares have not been issued, so there is no amendment as to the exchange, reclassification or cancellation of issued shares.


THIRD: The date of each amendment's adoption: December 8, 2004. A copy of Notice of Special Meeting attached.

FOURTH: The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this the 8th day of December, 2004.



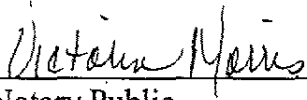
ROLAND GAJATE
President/Secretary/Treasurer



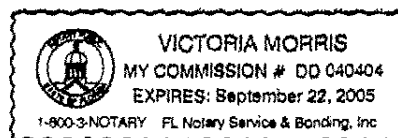
FERNANDO GAJATE
Vice President

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 8th day of December, 2004, by *Roland Gajate and Fernando Gajate*, who are personally known to me.



Notary Public
My Commission Expires:



**NOTICE OF SPECIAL MEETING
OF DIRECTORS**

TO: The Shareholders of *T.C.B. TOWING, INC.*

NOTICE IS HEREBY given that a special meeting of *T.C.B. TOWING, INC.*, a Florida corporation, will be held at 2556 sw Hidaway LN, Stuart, Florida 34995, on the 8th day of February, 2004, at 10:00 a.m., for the following purposes:

1. Amending this corporation as proposed by the Board of Directors the following: Amending the Board of Directors and Resident Agent.
2. As there were no stock issued and no shareholders other than the Directors, the amendments were adopted without any shareholder action.


All of the Directors being present, the meeting was called to order by the Chairman. The Chairman advised that the meeting was called to approve and adopt the above states amendments to the Articles. A copy of the Amended Articles was presented to those present and upon motion duly made, seconded, and unanimously carried, it was

RESOLVED, that the Amended Articles presented to the meeting is hereby approved and adopted, that the proper offices of the corporation are hereby authorized to take whatever action necessary to carry through on the amendments, and it is further

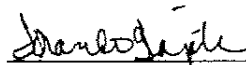
RESOLVED, that the signing of these minutes by the Directors shall constitute full ratification thereof and waiver of notice of the meeting by the signatories.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

DATED this the 8th day of ^{December}~~February~~, 2004.



ROLAND GAJATE, President/Secretary/
Treasurer



FERNANDO GAJATE,
Vice-President

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

First – that *T.C.B. TOWING, INC.*, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Stuart, Martin County, State of Florida, has amended the Resident Agent to *Adrian C. Melendez*, 3918 SW Laffite St., Port St. Lucie, County of St. Lucie, State of Florida, as its agent to accept service of process within this state.

Acknowledgment:

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

By:


ADRIAN C. MELENDEZ
Registered Agent