

P98000001150

March 15, 1998

Enclosed are ARTICLES OF AMENDMENT.  
P98000001150

Within, you will find name change, change of registered agent, and change of named stock holders. Thank you for your attention to this.

Enclosed is a check for:

\$35, filing fee for articles of amendments.  
\$8.75 for certificate of status.

Thank you for your attention to this.

Doran Hoffman  
108 Westwood Court  
Atlantis, Florida 33462  
561-964-4070

FILED  
98 MAR 31 AM 11:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

800002462268-2  
-03/19/98-01079-001  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

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4/1



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 20, 1998

DORAN HOFFMAN  
108 WESTWOOD COURT  
ATLANTIS, FL 33462

SUBJECT: EASTWOOD AUDIO, INC.  
Ref. Number: P98000001150

RECEIVED  
98 MAR 30 AM 9:39  
DIVISION OF CORPORATIONS

We have received your document for EASTWOOD AUDIO, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

RESOLUTIONS OR MINUTES ARE NOT FILED WITH THE SECRETARY OF STATE. PLEASE INCORPORATE THE CHANGE OF STOCKHOLDERS AND THE OFFICERS/DIRECTORS AS PART OF THE AMENDMENT. ADD AN ARTICLE IF THERE IS NOT ONE CONCERNING THIS.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 198A00015149

*sent resolution BTRK*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

EASTWOOD AUDIO, INC.  
P98000001150

ARTICLE I - CORPORATE NAME  
AMENDED

Name of this corporation was Eastwood Audio Inc.  
Name of this corporation is to be changed to X-CELLENT AUTO CONCEPTS, INC.

ARTICLE II - DURATION  
NOT AMENDED

ARTICLE III - PURPOSE  
NOT AMENDED

ARTICLE IV - CAPITAL STOCK  
NOT AMENDED

ARTICLE V - REGISTERED OFFICE AND AGENT  
AMENDED

Principal office 1708 South Congress Avenue, West Palm Beach, Fl 33406

The name and street address of the registered agent:  
Doran Hoffman  
108 Westwood Court  
Atlantis,

Fl

33462

FILED  
98 MAR 31 AM 11:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 23, 1998

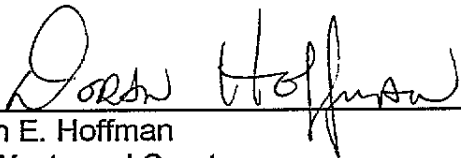
ACCEPTANCE BY THE REGISTERED AGENT:

Doran E. Hoffman  
108 Westwood Court  
Atlantis, Fl 33462

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Doran Hoffman known to me and known to be the person who executed the above and who acknowledged before me that he executed the above.



Doran E. Hoffman  
108 Westwood Court  
Atlantis, Fl 33462

Date 2-26-98

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by Doran Hoffman, the Registered Agent of X-CELLENT AUTO CONCEPTS INC., on behalf of said corporation, this 26 day of February, 1998

(Notary Seal)  *Mark E. Eddy*  
Notary Public, State of Florida

My commission expires:  
8-12-01

THIRD: The date of each amendment's adoption: 2/26/98

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 vote 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.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 26 day of February, 19 98

Signature Doran Hoffman  
(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)

DORAN HOFFMAN  
Typed or printed name

President  
Title