

P9800000/150

Profile Marketing Research
 Requestor's Name
 4020 S. 57th Ave. #101
 Address
 Leake Worthy, Fla. 33468
 City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #) **100002486881--1**
 -04/13/98-01020-030
 *****35.00 *****35.00
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
 98 APR 13 PM 2:17
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Amend

TLL APR 13 1998

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1998

JUDY A. HOFFMAN
108 WESTWOOD COURT
ATLANTIS, FL 33462

SUBJECT: X-CELLENT AUTO CONCEPTS, INC.
Ref. Number: P98000001150

We have received your document for X-CELLENT AUTO CONCEPTS, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 498A00018901

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

X-CELLENT AUTO CONCEPTS, INC.,
P98000001150

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TALLAHASSEE, FLORIDA

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

ARTICLE VI

Edward Bertoloti has resigned as and is no longer an officer of the company.
Edward Bertoloti has resigned as and is no longer a director of the company.
THIS WAS ADOPTED ON FEBRUARY 20, 1998 BY the Directors of this company.
NO SHAREHOLDER APPROVAL IS REQUIRED.

Directors of the company are:


Doran E. Hoffman 108 Westwood Court Atlantis Fl 33462
Shawn Carlow 1708 South Congress Avenue, West Palm Beach, Fl 33406
Tyson J. Brixner 1708 South Congress Avenue, West Palm Beach, Fl 33406

Officers are:


Doran E. Hoffman
Shawn Carlow
Tyson J. Brixner

President
Treasurer, Secretary
Vice President

REGISTERED AGENT:


Doran E. Hoffman
108 Westwood Court
Atlantis, Fl 33462
Date 4/10/98

DIRECTOR AND PRESIDENT, X-CELLENT AUTO CONCEPTS, INC.


Doran E. Hoffman
108 Westwood Court
Atlantis, Fl 33462
Date 4/10/98