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

1. Parks Automotive Group, Inc (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
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NEW FILINGS

- [ ] Profit
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- [ ] Limited Liability
- [ ] Domestication
- [ ] Other

AMENDMENTS

- [x] Amendment
- [ ] Resignation of R.A., Officer/Director
- [ ] Change of Registered Agent
- [ ] Dissolution/Withdrawal
- [ ] Merger

OTHER FILINGS

- [ ] Annual Report
- [ ] Fictitious Name

REGISTRATION/QUALIFICATION

- [ ] Foreign
- [ ] Limited Partnership
- [ ] Reinstatement
- [ ] Trademark
- [ ] Other

Examiner's Initials

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AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
PARKS AUTOMOTIVE GROUP, INC.

WHEREAS, the Articles of Incorporation of Parks Automotive Group, Inc. (the "Corporation") were filed with the Secretary of State of Florida on August 26, 1992, and amended October 1, 1992, and February 17, 1994.

WHEREAS, it is the intention of the Directors and Shareholders of the Corporation that the Articles of Incorporation of the Corporation be further amended to increase the number of voting and non-voting shares it is authorized to issue, effective the date this Amendment is filed with the Secretary of State of Florida, in accordance with the proposed amendment hereinafter set forth;

WHEREAS, the proposed amendment to the Articles of Incorporation of the Corporation as hereinafter set forth was approved by unanimous written consent of the sole Director and sole Voting Common A Shareholder, pursuant to the provisions of Section 607.1003 of the Florida Business Corporation Act on the 29th day of December, 2003.

NOW, THEREFORE, the Articles of Incorporation of the Corporation are hereby amended effective the date this Amendment is filed with the Secretary of State of Florida, by deleting in its entirety Article IV.A. and substituting therefor the following:

> "The total number of shares of capital stock authorized to be issued by the Corporation shall be 20,000; 10,000 Voting Common A shares and 10,000 Non-Voting Common B shares. The holders of the shares classified and designated as Voting Common A stock shall be entitled to one (1) vote per share at all meetings of the shareholders of the Corporation and in all matter on which shareholders are entitled to vote. The holders of the shares classified and designated as Non-Voting Common B stock shall not be entitled to vote. Each share of Voting Common A and Non-Voting Common B stock shall participate equally with every other share of such stock in all dividends paid by the Corporation and in the assets of the Corporation upon its liquidation or dissolution. All or any part of said capital stock may be paid for in cash, in property, or in labor or services actually performed for the Corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in other property (tangible or intangible), or in labor or services actually performed for this corporation, at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and non-assessable."

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of the Corporation by its President this 29th day of December, 2003.

PARKS AUTOMOTIVE GROUP, INC.

By: ________________________
Greg A. Corless, Secretary

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