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PLEASE REPLY TO
VERO BEACH

May 14, 1997

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000002182650--8
-05/19/97--01052--009
*****35.00 *****35.00

RE: Coastline Tire and Auto Air, Inc.

Dear Sirs/Ladies:

In regard to the above, please find enclosed the following original document:

Articles of Amendment to Articles of Incorporation
(Pursuant to Section 607.1006).

Please file the enclosed instrument and return your acknowledgment of filing to the undersigned. This firm's check in the amount of \$35.00 is enclosed representing payment of the fee for this service.

Thank you for your assistance.

Sincerely,

James A. Taylor, III

JAT:PAH

Encs. - check

24996

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
(Pursuant to Section 607.1006)**

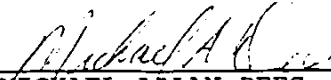
The name of the Corporation is COMMERCE TIRE AUTO AND AUTO AIR, INC.

The Articles of Incorporation of the Corporation are hereby modified and amended to change the name of the Corporation to:

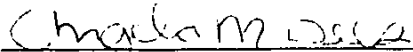
Coastline Tire and Auto Air, Inc.

The foregoing amendment was adopted on May 5, 1997 by unanimous consent of all of the shareholders of the Corporation. The number of votes cast in favor of the amendment by the shareholders is sufficient for approval and adoption of the amendment.

IN WITNESS WHEREOF, the undersigned, being all of the Shareholders, have hereunto affixed their hands and seals this 5 day of May, 1997.



MICHAEL ALLAN DEES,
Shareholder and Director



ANGELA MICHELE DEES,
Shareholder and Director