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ADMITTED IN FLORIDA

AND NEW YORK

July 27, 1999

Florida Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

500002944145--3

-07/28/99--01064--007

*****44.75 *****44.75

Re: Joe Self Automotive, Inc.

Dear Sirs:

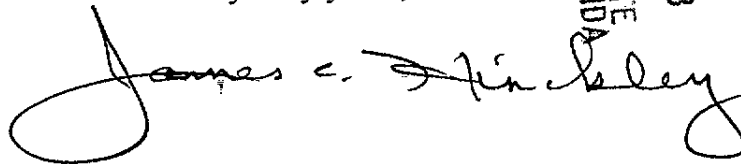
I enclose the Amendment to Articles of Incorporation of Joe Self Automotive, Inc.

Please file this and send me a certified copy.

I also enclose my check in the amount of \$44.75 to cover the cost of
(\$35.00) and the cost of certification (\$9.75)

Amend
8-2-99
PHS

Very truly yours,



James C. Hinckley

JCH/wpf
Encl.

FILED
99 JUL 28 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION
OF
JOE SELF AUTOMOTIVE, INC.

FILED
99 JUL 28 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, constituting the President and Secretary of JOE SELF AUTOMOTIVE, INC., does hereby certify that the following statements are true and correct:

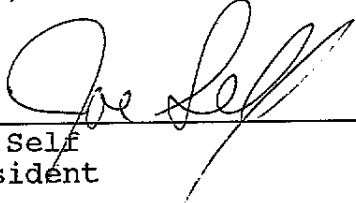
1. The name of the Corporation is JOE SELF AUTOMOTIVE, INC.
2. Amendment to Articles of Incorporation:

Article 3 of the Articles of Incorporation, is deleted and the following is substituted therefor:

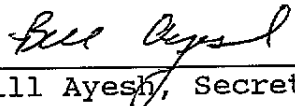
"The authorized stock of this corporation shall be 100 shares of Class A Common Stock having a par value of one dollar (\$1.00) per share, and 900 shares of Class B Common Stock having a par value of one dollar (\$1.00) per share. The Class A Common Stock shall be voting stock and each such share shall be entitled to one vote. The Class B Common Stock shall be non-voting stock and shall not be entitled to any voting privileges. In all other respects, the rights of the Class A and Class B shareholders shall be the same."

3. The shareholders of the Corporation have approved the adoption of this amendment on July 23, 1999.

IN WITNESS WHEREOF, the undersigned has executed this amendment on the 23 day of July, 1999.



Joe Self
President



Bill Ayesh, Secretary

State of Kansas
County of Sedgwick

Before me, the undersigned authority, a Notary Public, personally appeared Joe Self, and Bill Ayesh, respectively President and Secretary of Joe Self Automotive, Inc., a corporation under the laws of the State of Florida, to me known be the persons described in and who executed the foregoing Amendment and severally acknowledged the execution thereof to be their free act and deed as such officers, for the uses and purposes therein mentioned.

Witness my signature and official seal at Wichita, Kansas on July 23, 1999.


Notary Public

