

Berger  
Davis &  
Singerman  
Professional Association

100 N.E. Third Avenue Suite 400  
Fort Lauderdale, Florida 33301  
Phone: 954.525.9900  
Fax: 954.523.2872

October 20, 1997

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

Re: Rose Auto Stores - Florida, Inc.

Dear Sir or Madam:

Enclosed is an original of the Articles of Amendment for the above-referenced corporation. A check for \$35.00 is enclosed, for the filing fee.

Please return a "filed" copy to the attention of the undersigned at this office.

Sincerely,

BERGER DAVIS & SINGERMAN

Lisa Citarella  
Legal Assistant

Enc.

cc:

Vincent J. Altino, Esq.

168239  
Please call  
Eleventh Ave  
561-3010  
when  
ready!

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

FILED  
97 OCT 21 PM 1:40  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

97 OCT 21 PM 12:37  
JENNIFER L. HARRINGTON  
TALLAHASSEE

11/1/97

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
ROSE AUTO STORES-FLORIDA, INC.**

It is hereby certified that:

1. The name of the corporation is Rose Auto Stores-Florida, Inc. (hereinafter the "Corporation").

2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article I thereof and substituting in lieu of said Article I the following new Article:

**ARTICLE I**


**NAME OF CORPORATION**

RAS Liquidating, Inc.

3. The amendment of the Certificate of Incorporation herein certified has been duly adopted by the unanimous consent of the Board of Directors and sole shareholder of the Corporation on October 14th, 1997 in accordance with the provisions of Section 607.1003 of the Florida Business Corporation Act.

The effective time of the amendment herein certified shall be October 17, 1997.

Dated: October 14th, 1997

  
\_\_\_\_\_  
Vice President

Attest:   
Eugene N. Hretzay, Secretary

FILED  
97 OCT 21 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA