

Division May 30, 2008 1:37 PM

Shuffield Lowman

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HEINTZELMAN'S TRUCK CENTER, INC.

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*Amend*

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
HEINTZELMAN'S TRUCK CENTER, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, this Florida Profit Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The current name of the corporation is HEINTZELMAN'S TRUCK CENTER, INC.

2. The original Articles of Incorporation for the corporation were filed effective October 30, 1973, and assigned Document No. 437990.

3. The Articles of Incorporation are amended as follows:

Article III is hereby deleted in its entirety as it presently exists, and the following is substituted in lieu thereof:

**ARTICLE III.  
CAPITAL STOCK**

a. Authorized Stock. The capital stock authorized, the par value thereof and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
100	\$1.00	Class A Voting Common
9,900	\$1.00	Class B Non-Voting Common

The consideration for all of the above stock shall be payable in cash, cancellation of debt, property (real or personal), labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation.

b. Voting Rights. The Class A Voting Common Stock shall possess and exercise exclusive voting rights and, at all meetings of the shareholders, each record holder of such Class A Voting Common Stock shall be entitled to one vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation. Class B Non-Voting Common Stock shall possess no voting rights other than as required by law.

4. Immediately upon the effectiveness of these Articles of Amendment, the shares of Common Stock shall be converted into Class A Voting Common Stock and/or Class B Non-Voting Common Stock, as agreed upon by the shareholders, and the Corporation will expeditiously coordinate with its shareholders to arrange for (i) the surrender of the old certificates and (ii) the issuance of new certificates representing the agreed upon voting and non-voting shares. There are currently no outstanding shares of preferred stock, and that class is being eliminated by this Amendment.

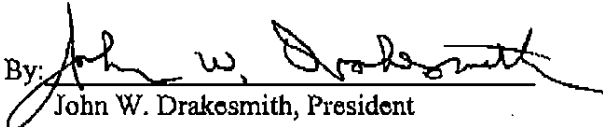
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5. The Amendment was adopted on May 29, 2008.

6. The Amendment shall be effective immediately upon filing with the Florida Department of State.

7. The Amendment was adopted by the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

HEINTZELMAN'S TRUCK CENTER, INC.

By:   
John W. Drakesmith, President