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99 JUN 3 3:21 PM
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 2, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
409 E. Gaines Street
Tallahassee, Florida 32399

VIA FEDERAL EXPRESS

RE: ACTION PARTS, INC.

300002893963--2
-06/03/99--01055--005
*****43.75 *****43.75

Dear Sir or Madam:

Enclosed for filing please find:

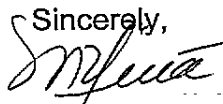
1. Two original counterparts of the Articles of Amendment to the Articles of Incorporation of the above referenced company.
2. A check in the amount of Forty-Three Dollars and 75/100 (\$43.75), payable to the Secretary of State, representing the following:

Filing Fee	\$ 35.00
Certified Copy Fee	8.75

TOTAL	\$ 43.75
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Once the original Articles of Amendment have been filed, kindly forward the certified copy to this office in the self-addressed stamped envelope enclosed herewith.

If I may be of any further assistance in regard to the aforementioned, please feel free to contact our office.

Sincerely,

Mayelin Vina
Secretary

N/C

V. SHEPARD JUN 11 1999

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
ACTION PARTS, INC.

FILED
99 JUN -3 PM 3: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACTION PARTS, INC., a Florida corporation, hereby files the following Articles of Amendment to the Articles of Incorporation:

- a) The name of the Corporation is ACTION PARTS, INC.
- b) The text of each amendment adopted is as follows:

- 1. Article I is hereby amended to read as follows:

Article I.

- 1. The name of the Corporation is GRADY ENTERPRISES INC.

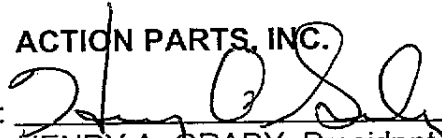
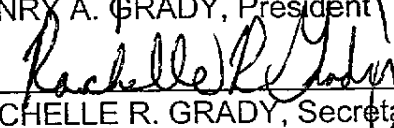
c) The amendment does not provide for an exchange, reclassification or cancellation of issued shares.

d) Each amendment set forth above was adopted on May 24, 1999.

e) Shareholder action was required for adoption of the amendments.

f) The amendment was approved by the shareholders of the Corporation; the number of votes cast for the amendments by the shareholders was sufficient for approval.

In witness whereof these Articles of Amendment were executed this 24th day of May, 1999.

ACTION PARTS, INC.
BY: 
HENRY A. GRADY, President
ATTEST BY: 
RACHELLE R. GRADY, Secretary

(Corporate Seal)

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 24th day of May, 1999, by HENRY A. GRADY, as President of ACTION PARTS, INC., a Florida corporation, on behalf of the corporation who is personally known to me and who did take an oath.



NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:

