

A26761

CT CORPORATION SYSTEM

June 17, 1998

1201 Peachtree Street, NE
Atlanta, GA 30361
Tel. 404 888 7796
Fax 404 888 7795

**Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399**

900002569579--3
-06/23/98--01064--001
*****52.50 *****52.50

**RE: ALLIED SYSTEMS, LTD. (L.P.)
Order # 1164800**

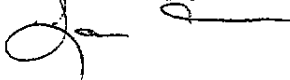
Dear Sir/Madam,

Please file the enclosed forms to amend the Certificate of Limited Partnership for the above in your State. Filing fees are enclosed.

Please forward evidence to my attention by mail.

If there are any problems or questions, please call me at 404-888-6488 or 800-241-8922. Thank you for your assistance.

Very truly yours,



**Laura Connor
Senior Customer Specialist**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 23 AM 9:18

Name	MAH
Availability	MAH
Document Examiner	MAH
Updater	MAH
Updater Verifier	MAH
Acknowledgement	MAH
V. P. Verifier	MAH

A26761

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

Georgia Allied Systems Limited Partnership
(insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173 Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

To remove Allied, Inc., a Texas corporation, as a General Partner. --

Allied Automotive Group, Inc.
Managing General Partner

Joseph W. Collier

(Signature of a General Partner)

by Joseph W. Collier, President
(Typed or printed name of General Partner signing above)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 23 AM 9:18

STATE OF Georgia

COUNTY OF Fulton

On this 6th day of May, 19 98, Joseph W. Collier, President
personally appeared before me,

- who is personally known to me
 whose identity I proved on the basis of

Janet Bertsche

(Notary Public Signature)

Janet Bertsche

(Notary's Printed Name)

Seal

Notary Public, Fulton County, Georgia
My Commission Expires ~~August 14, 1999~~