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Amend.



Tax & Business Consulting, Inc.

P.O. Box 3254 Stuart, FL 34995 Tel (772) 287-1688 Fax (772) 287-1730

Fred Nabutovsky, ČPA

Member FICPA & AICPA

January 3, 2003

Corporate Records Florida Department of State P.O. Box 6327 Tallahassee, FL 32314

Dear Corporate Specialist:

Enclosed are two copies of the Amended Articles of Incorporation of PORT ST. LUCIE AUTO SALES, INC.

A check in the amount of \$43.75 is enclosed as payment of the following fees:

Filing Fees

\$ 35.00

• Certified Copy

8.75

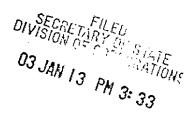
\$ 43.75

Your prompt attention to this matter will be greatly appreciated.

Sincerely,

red Nabutovsky, CPA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Port St. Lucie Auto Sales, Inc. (present name)

Pursuant to section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article VI – DIRECTORS AND OFFICERS

Article VI is amended as follows:

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have at least one member. The number of directors may be increased or decreased by the Shareholders from time to time as provided in the bylaws of the Corporation. The name and address of the director is: Anthony Derosa, 6442 Hope Court, Port St. Lucie, Florida 34986.

The Corporation shall have such officers as may from time to time be provided in the bylaws of the Corporation and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the bylaws or as may be determined from time to time by the Board of Directors subject to the bylaws. The officers of the Corporation are:

Anthony Derosa, President and Secretary

Richard Arthur, Vice-president

Charles Dougherty, Treasurer

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: January 3, 2003
FOURTH: Adoption of Amendments(s) (CHECK ONE)
The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval byvoting group
Young group
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 3 rd day of January , 2003 . Signature President (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
Anthony Derosa
Typed or printed name
President
Title