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March 19, 2001

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Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

Re: MASSIVE AUTO & LEASING, INC.

Dear Sir or Madam:

Enclosed please find a Second Amendment to the Articles of Incorporation for Massive Auto & Leasing, Inc. changing its corporate name to "Vroom Utilities, Inc." Please file the enclosed Amendment at your earliest opportunity and return a file-marked copy of the Amendment to me in the enclosed self-addressed, stamped envelope. Our firm check in the amount of \$35.00 is also enclosed to cover all costs.

Thank you for your assistance in this matter.

Very truly yours,

LIVINGSTON, PATTERSON  
STRICKLAND & WEINER,

*April A. Haley*  
April A. Haley  
Corporate Legal Assistant

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**SECOND AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
MASSIVE AUTO & LEASING, INC.**

Pursuant to the provisions of Section 607.1001, of the Florida Business Corporation Act, the undersigned corporation adopts the following Second Amendment to its Articles of Incorporation:

1. The name of the corporation is Massive Auto & Leasing, Inc.
2. The following amendment to the Articles of Incorporation was adopted by all of the Directors and Shareholders of the corporation on February 23, 2001, in the manner prescribed by Section 607.1003 of the Florida Business Corporation Act:

Article I is amended to read as follows:

Article I - Name

The name of the corporation is Vroom Utilities, Inc.

**IN WITNESS WHEREOF**, the undersigned has executed this Second Amendment to the Articles of Incorporation at Sarasota, Florida this 23<sup>rd</sup> day of February, 2001.

MASSIVE AUTO & LEASING, INC., a  
Florida corporation

By: 

ERNEST VROOM  
Its President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA