



HUAL NORTH AMERICA

F9600000 4728

June 3, 1998

Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

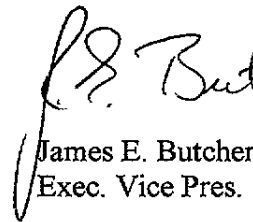
600002551726--3
-06/09/98-01126-010
*****35.00 *****35.00

Gentlemen,

Enclosed is our Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida.

We also enclose our check in the amount of \$35.00 regarding the filing fee.

Yours truly,


James E. Butcher
Exec. Vice Pres.

98 JUL 27 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

W
F9600000 4728
828 NW-7-27-98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 15, 1998

JAMES BUTCHER
500 NORTH BROADWAY
THE JERICHO ATRIUM, #233
JERICHO, NY 11753

SUBJECT: AUTOLINERS, INC.
Ref. Number: F96000004728

We have received your document for AUTOLINERS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 598A00033239

RECEIVED
98 JUL 27 AM 8:47
DIVISION OF CORPORATIONS

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. AUTOLINERS, INC.
Name of corporation as it appears on the records of the Department of State.
2. STATE OF NEW YORK 3. SEPTEMBER 13, 1996
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? OCTOBER 1, 1997
5. HUAL NORTH AMERICA INC.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

J. E. Butcher - V.P.
Signature

J. E. Butcher - V.P.
Typed or printed name

6/3/98
Date

V.P.
Title

FILED
98 JUL 27 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

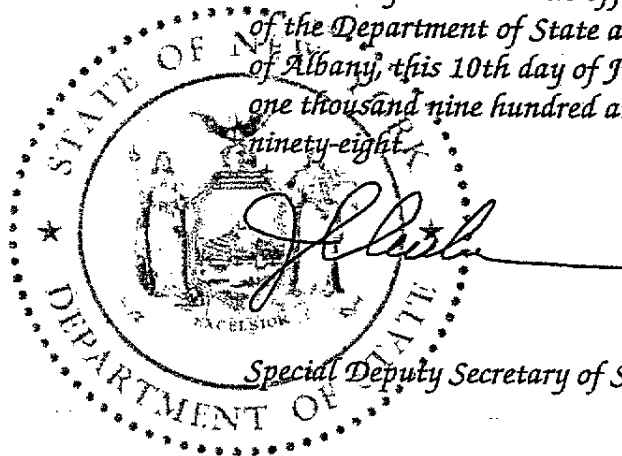
State of New York
Department of State } ss:

I hereby certify, that the certificate of incorporation of HUAL NORTH AMERICA INC. was filed on 01/02/1973, under the name of AUTOLINERS, INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment AUTOLINERS, INC., changing name to HUAL NORTH AMERICA INC., was filed 10/03/1997.

The Corporation Biennial Statement is past due.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of July
one thousand nine hundred and
ninety-eight.



Special Deputy Secretary of State

199807130031 51

State of New York
Department of State } ^{ss:}

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on JUL 14 1998



A handwritten signature in cursive script, appearing to read "J. L. ...", followed by a long horizontal line.

Special Deputy Secretary of State

F 971003000576

CSC 45

CERTIFICATE OF AMENDMENT

OF

AUTOLINERS, INC.

Under Section 805 of the Business Corporation Law

1-CC
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED OCT 03 1997

TAXS

BY: JW

NEW YORK

SEP 30 12 31 AM '97

RECEIVED

FILED BY: GALLAND, KHARASCH MORSE &
GARFINKLE, P.C.
1054 THIRTY-FIRST STREET, N.W.
SUITE 200
WASHINGTON, DC 20007.

542577 GIR

BILLED

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971003000606

JIT
agent of
D. Cole

F 971003000576

680 49

**FIRST CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
AUTOLINERS, INC.
UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW**

The undersigned, being the President and Secretary of AUTOLINERS, Inc. (hereinafter the "Corporation") hereby certify:

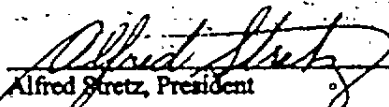
1. The name of the Corporation is AUTOLINERS, INC. The name under which the Corporation was originally formed was AUTOLINERS Inc.
2. The Certificate of Incorporation of the Corporation was filed by the Department of State on the 2nd day of January, 1973.
3. The Certificate of Incorporation of the Corporation is hereby amended to change the corporate name to HUAL North America Inc.

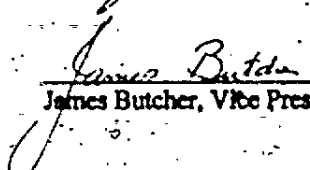
To effectuate such Amendment, Article First of the Certificate of Incorporation of the Corporation which originally read, "FIRST: The name of the corporation is AUTOLINERS, INC." is hereby amended to read as follows:

"FIRST: The name of the Corporation is HUAL North America Inc."

4. The above and foregoing Amendment to the Certificate of Incorporation of the Corporation was authorized by the unanimous written consent of the Board of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment
of the Certificate of Incorporation and have affirmed that the statements made herein are true under
penalty of perjury, this 18th day of September, 1997.


Alfred Stretz, President


James Butcher, Vice President / SECRETARY