

J45681

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February 25, 2000

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Hon Sandra B. Mortham
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: Mr. Automotive, Inc.
Our File No. 00-01A

Dear Madame:

Pursuant to my secretary's conversation with your office yesterday,
enclosed find Certificate of Amendment of Articles of Incorporation
for the above corporation, together with my escrow check in the
amount of \$35.00 for your filing fee.

With kindest regards, I remain

0000003150220--7
02/29/00--01017--002
*****35.00 *****35.00

Very truly yours,



Edward L. Stahley

ELS/vjr

Enclosures

FILED
00 FEB 29 PM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. LEWIS MAR 9 2000

CERTIFICATE OF AMENDMENT OF ARTICLES
OF INCORPORATION

FILED
00 FEB 29 PM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MR. AUTOMOTIVE, INC., a Florida corporation, under its corporate seal and the hands of its President, MICHAEL CHARLES BRYAN, hereby certifies that:

The Board of Directors and shareholders of said corporation, at a meeting called and held on the 24th day of February, 2000, adopted the following resolution:

Be it resolved by the Board of Directors of MR. AUTOMOTIVE, INC. a Florida corporation, that said Board deems it advisable and hereby declares the Articles of Incorporation to be amended, changed and altered so as to read as follows:

ARTICLE III

The maximum number of shares that the corporation is authorized to have outstanding at any time shall be 10,000 shares of common stock at a par value of \$1.00 per share.

That said amendment is to be proposed to the stockholders of this company at a special meeting of said stockholders to be held on the 24th day of February, 2000, at 5:00 p.m. at the office of the corporation at 750 West King St., Cocoa, FL 32922.

The meeting of the stockholders of the corporation by the Board of Directors, as aforesaid, was held on the 24th day of February, 2000, and at said special meeting of the stockholders, said amendment to the Articles of Incorporation was adopted by unanimous vote of all the stockholders.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this 24th day of February, 2000.

MR. AUTOMOTIVE, INC.

By: Michael Charles Bryan, President
MICHAEL CHARLES BRYAN, PRESIDENT

ATTESTED:

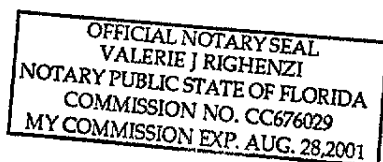
Sylvia Bryan
SYLVIA BRYAN
Secretary

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF BREVARD

On this day personally appeared before me, the undersigned officer duly authorized to take acknowledgments and administer oaths in the State of Florida, MICHAEL CHARLES BRYAN, and SYLVIA BRYAN, President and Secretary, and they acknowledged that they executed the above and foregoing Certificate Of Amendment Of Articles Of Incorporation as such officer for and on behalf of said corporation after having been duly authorized to do so.

WITNESS my hand and this official seal at Merritt Island
Brevard County, Florida, this 24th day of February, 2000.



Valerie J. Righenzi
VALERIE J. RIGHENZI
Notary Public - State of Florida
At Large
Commission No.:
My commission expires: