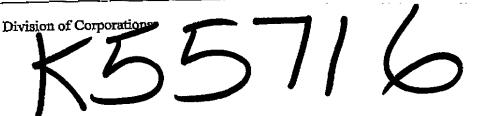
Page 1 of 1



Florida Department of State

Division of Corporations Public Access System Sandra B. Mortham, Secretary of State

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: CAUTHEN AND FELDMAN, P.A.

Account Number : I19980000085

Phone

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BASIC AMENDMENT

CITY OF CARS FINANCE CO

Certificate of Status	0
Certified Copy	0
Page Count	01
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ARTICLES OF AMENDMENT OF CITY OF CARS FINANCE CO.

Article III of the Articles of Incorporation of CITY OF CARS FINANCE 60.
is hereby amended in its entirety to read as follows:

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be: (i) 1,000 shares of voting stock (each with a par value of \$1.00 per share) and (ii) 99,000 shares of non-voting common stock (each with a par value of \$.01 per share). The holders of the voting common stock and nonvoting common stock shall have the same rights, privileges and powers, including but not limited to the right to participate in dividends, except the holders of the nonvoting common stock shall have no voting rights and all voting rights shall be vested exclusively in the holders of the voting common stock.

Voling Common access
The foregoing amendment was adopted by the shareholders of this Corporation on the
lst day of December 1998, and the number of votes cast for the amendment by
the shareholders was sufficient for approval.
IN WITNESS WHEREOF, the undersigned and executed this Articles of Amendment
this 1st day of December 1998.
CITY OF CARS, INC.
By: ROSS L. GÖLDEN, President
ATTEST:
JUDEE GOLDEN, Secretary H. John Feldman
Florida Bar No. 382965

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Florida Bar No. 382965 CAUTHEN & FELDMAN, P.A. 215 N. Joanna Avenue Tavares, FL 32778-3200 352.343.2225