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May 9, 2001

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

600004215866-1
05/14/01-01130-013
*****25.00 *****25.00

Re: Audio America Acquisition, LLC

Dear Madam or Sir:

This firm represents Audio America Acquisition, LLC ("Company"). Enclosed please find the original and one copy of the Company's Articles of Amendment that change the name of the Company and the address of its registered agent, along with a check in the amount of \$25.00 for the filing fee. Please return a copy of the filed the Articles of Amendment in the enclosed envelope.

Thank you for your attention to this matter, and if you have any questions, please do not hesitate to contact me.

Very truly yours,

Stambaugh & Tarone, P.A.



Theodore T. Tarone, Jr.

Enclosures

FILED
01 MAY 14 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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5/18

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
AUDIO AMERICA ACQUISITION, L.L.C.
a Florida limited liability company**

FIRST:: The date of filing of the Articles of Organization ("Articles") for Audio America Acquisition, LLC ("Company") was January 14, 2001.

SECOND: Article I of the Articles previously provided as follows:

"The name of the Limited Liability Company is: AUDIO AMERICA ACQUISITION, L.L.C."

THIRD: Article I of the Articles, as amended, provides as follows:

"The name of the Limited Liability Company is: EURO MOTORCARS, L.L.C."

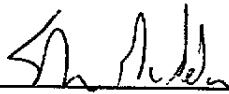
FOURTH: Article III of the Articles previously provided as follows:

"The name and Florida street address of the registered agent is: Theodore T. Tarone, Jr., Cherry & Spencer, P.A., 1665 Palm Beach Lakes Boulevard, Suite 600, West Palm Beach, Florida 33401."

FIFTH: Article III of the Articles, as amended, provided as follows:

"The name and Florida street address of the registered agent is: Theodore T. Tarone, Jr., Stambaugh & Tarone, P.A., 180 Royal Palm Way, Suite 201, Palm Beach, Florida 33401."

IN WITNESS WHEREOF, these Articles of Amendment have been duly executed and are being filed in accordance with Florida Statutes, Section 608.411, this 3rd day of May, 2001.



Shaun L. McGruder, Managing Member

FILED
MAY 14 2001
9 48 AM
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE 17TH JUDICIAL CIRCUIT
PALM BEACH COUNTY, FLORIDA