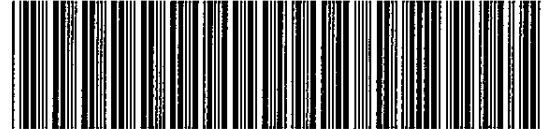


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REFERENCE : 897731 4331939

AUTHORIZATION

Patricia Pignatelli

COST LIMIT : \$ 25.00

ORDER DATE : January 17, 2003

ORDER TIME : 10:37 AM

ORDER NO. : 897731-005

CUSTOMER NO: 4331939

CUSTOMER: Mark Gallegos, Esq
Greenberg Traurig, P.a.
401 East Las Olas Boulevard
Suite 2000
Fort Lauderdale, FL 33301

DOMESTIC AMENDMENT FILING

NAME: BLUE BAY IMPORTS, L.L.C.

EFFECTIVE DATE: 01-16-2003

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Amanda Haddan --EXT# 1155

EXAMINER'S INITIALS: _____

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

BLUE BAY IMPORTS, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was NOVEMBER 20, 2002.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

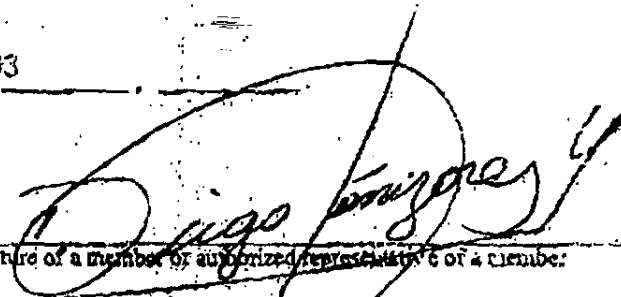
ARTICLE V- MANAGEMENT IS HEREBY AMENDED EFFECTIVE JANUARY 16, 2003 AS FOLLOWS:

The Company is to be managed by a board of managers.
The name and address of the sole initial manger shall be:

Diego g. Canizares; 4890 N.W. 102 Ave. Suite 102,
Miami, FL 333178

until such time as additional Members may be admitted pursuant to ARTICLE IV of these Articles of Organization of Blue Bay Imports, L.L.C. as amended.

Date: JANUARY 16, 2003


Signature of a member or authorized representative of a member:

DIEGO G. CANIZARES, MANAGER

Typed or printed name of signer