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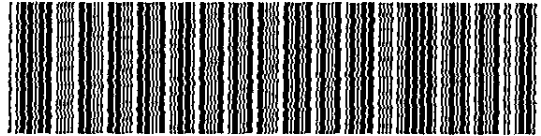
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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L03-19618
OK

Luis Fernandez
Managing Member
305 Motoring of Miami, L.L.C.
13755 S.W. 90th Street
Miami, Florida 33183
Tele: (305) 408-6330

November 14th, 2003

Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

RE: Amendments to Articles of Organization

Dear Sir/Madam:

Enclosed please find Articles of Amendments to Articles of Organization of 305 Motoring of Miami, L.L.C., along with a check made payable to the Florida Department of State in the amount of \$ 55.00 to cover the filing fee, certified copy, and certificate of status. Please return the certified copy and certificate of status to the business address listed above.

Should you have any question, please feel free to contact the undersigned, as the undersigned remains,

Respectfully yours,

305 Motoring of Miami, L.L.C.

BY: 

Luis Fernandez
Managing Member

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENTS TO ARTICLES OF ORGANIZATION OF 305 MOTORING OF MIAMI, L.L.C.

- FIRST:** The date of filing of the articles of organization was May 30, 2003.
- SECOND:** The following amendment(s) to the articles of organization were adopted by the limited liability company:

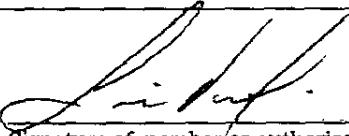
CHANGES OF MEMBERSHIP INTEREST OF 305 MOTORING OF MIAMI, L.L.C.

Jorge Prat and Anthony Jimenez are no longer members of the limited liability company. Both Mr. Prat and Mr. Jimenez have voluntarily withdrawn as members of the limited liability company, and each has given and transferred their respective membership interest to Mr. Luis Fernandez. The voluntary withdraws were in accordance with Florida Statutes §608.427, and as per contractual agreements entered into before the limited liability company was formed, and after the formation of the limited liability company.

The names of the member(s) of 305 Motoring of Miami, L.L.C., and respective membership interest is/are as follows:

NAME	MEMBERSHIP INTEREST
LUIS FERNANDEZ 5021 S.W. 133 AVE. MIAMI, FLORIDA 33175	100% MEMBERSHIP SOLE OWNER MANAGING MEMBER

DATED: Nov. 14th, 2003



Signature of member or authorized representative of member

LUIS FERNANDEZ, MANAGING MEMBER

SECRETARY OF STATE
TALLAHASSEE
FLORIDA

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