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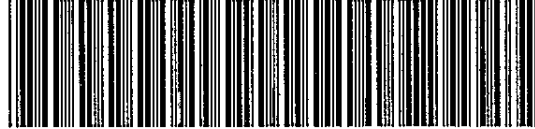
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February 26, 2004

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** BOARD CERTIFIED
REAL ESTATE LAWYER

*** BOARD CERTIFIED
CIVIL TRIAL LAWYER
AND CERTIFIED MEDIATOR

ADDITIONAL JURISDICTIONS

- * ADMITTED IN ILLINOIS
- ** ADMITTED IN U.S. VIRGIN ISLANDS
- *** ADMITTED IN MICHIGAN
- * ADMITTED IN WASHINGTON, D.C.
- ** ADMITTED IN OHIO
- *** LL.M. IN OCEAN AND COASTAL LAW
- *** LL.M. IN TAXATION
- * ADMITTED IN WISCONSIN
- ** ADMITTED IN GEORGIA
- *** ADMITTED IN NEW YORK

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Regarding: Articles of Amendment for Sarasota Motorcars, L.L.C.

Dear Clerk:

Enclosed please find for filing the above Articles of Amendment and the required filing fee in the amount of \$25.00.

Should you have any questions, please feel free contact my office. Thank you.

Sincerely,
ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

Holly M. Hawk

Enclosures

FILED
MAR -2 PM 1:23
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF THE
ARTICLES OF ORGANIZATION OF
SARASOTA MOTORCARS, L.L.C.**

ARTICLE 1. - NAME

The name of this limited liability company is:

SARASOTA MOTORCARS, L.L.C.

(hereinafter referred to as the "Company")

ARTICLE 2. - DATE OF FILING ARTICLES

The Articles of Organization of the Company were filed on February 23, 2004 with the Secretary of State of the State of Florida.

ARTICLE 3. - TEXT OF THE AMENDMENT TO CHANGE ADDRESS

ARTICLE II. of the Articles of Organization shall be amended to read:

"The street address of the principal office of the Limited Liability Company is:

5355 Mc Intosh Rd., Unit 8
Sarasota, FL 34233

The mailing address of the Limited Liability Company is:

5355 Mc Intosh Rd., Unit 8
Sarasota, FL 34233"

ARTICLE 4. - TEXT OF THE AMENDMENT TO CHANGE MANAGER

ARTICLE V. of the Articles of Organization shall be amended to read:

"The name and address of the Managing Member is:

Glenn Blome
5355 Mc Intosh Rd., Unit 8
Sarasota, FL 34233"

ARTICLE 5. - ADOPTION OF AMENDMENTS

The foregoing amendment was approved by all of the Members of the Company on February 24, 2004. The number of votes cast for the amendment by the Members of the Company were sufficient for approval of such amendment.

ARTICLE 6. - EFFECTIVE DATE OF MANAGER CHANGE

The change of the Manager the Company shall be effective upon the filing of these Articles of Amendment with the Secretary of State of the State of Florida.

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04 MAR -2 PM 1:23
TALLAHASSEE, FLORIDA

The undersigned, as an authorized representative of the Members of the Company has executed these Articles of Amendment of the Articles of Organization on February 24, 2004.



TROY H. MYERS, JR., Authorized
Representative

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TALLAHASSEE, FLORIDA