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Articles of Amendment
To The Articles of Organization
Of
Automotive Cooling Solutions, L.L.C
(A Florida Limited Liability Company)

FIRST: The date of filing of the Articles of Organization was January 5, 2007

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the Limited Liability Organization:

Members

The Managing Members of the Limited Liability Company will be changed from:

PEREZ, ALEJANDRO
10750 NW 66 ST., STE. 510
DORAL, FL 33178

MANAGING MEMBER

GOLD, NEIL
10750 NW 66 ST., STE. 510
DORAL, FL 33178

MANAGING MEMBER

TO

GOLD, NEIL
10750 NW 66 ST., STE. 510
DORAL, FL 33178

MANAGING MEMBER

FERNANDEZ, LUIS CAMILO
1500 NW 95TH AVE.
MIAMI, FL 33172

MANAGING MEMBER

Registered Agent

The Registered Agent of the Limited Liability Company will be changed from:

CONSULTING SERVICES OF SOUTH FLORIDA, INC.
2121 PONCE DE LEON BLVD.
SUITE 1050
CORAL GABLES, FL 33134

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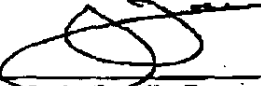
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TO

LUIS CAMILO FERNANDEZ
1500 NW 95TH AVE.
MIAMI, FL 33172

Date: May 22nd, 2007


Luis Camilo Fernandez
Managing Member

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Acceptance of Appointment

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