

LO8000026402

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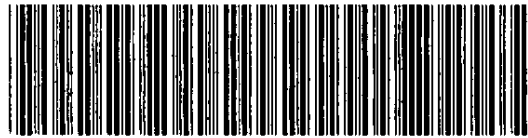
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TALLAHASSEE, FLORIDA

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EXAMINER

TRANSMITTAL LETTER

June 16, 2008

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: **Articles of Amendment of**

 AUTO EXPRESS FINANCING SERVICES, LLC

 Document No. L08000026402

Enclosed are an original and one (1) copy of the articles of amendment, and a check in the amount of \$25.00 in payment of filing fees.

From: **Jose A. Figuera-Martinez**
 2087 Pasa Verde Lane
 Weston, FL 33327

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
AUTO EXPRESS FINANCING SERVICES, LLC**

Document No. L08000026402

Pursuant to the provisions of section 608.411, Florida Statutes, the undersigned Florida Limited Liability Company adopts the following articles of amendment to its articles of organization.

ARTICLE I- AMENDMENTS ADOPTED

Amend Article IV- To read:

Article IV- Managers:

The management of this limited liability company is reserved to the following managers whose names and addresses are as follows:

Manager: Jorge T. Martinez
 826 Royal Palm Beach Blvd.
 Royal Palm Beach, FL 33411

Manager: Jose A. Figuera-Martinez
 2087 Pasa Verde Lane
 Weston, FL 33327

Manager: Robert J. Calvo, Sr.
 8068 Briantea Drive
 Boynton Beach, FL 33472

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All limited liability company powers, business, and affairs shall be exercised or directed by or under the authority of the aforementioned managers.

Add Article V- To read:

Article V- Members and Participation

The members of this limited liability company, their participation in the company's capital and their addresses are as follows:

Gabal International Corp., with a 55% participation in the company's capital
2087 Pasa Verde Lane, Weston, FL 33327

Jorge T. Martinez, with a 22.5% participation in the company's capital
826 Royal Palm Beach Blvd., Royal Palm Beach, FL 33411

Robert J. Calvo, Sr. with a 22.5% participation in the company's capital
8068 Briantea Drive, Boynton Beach, FL 33472

Add Article VI- To read:

Article VI – Membership Restrictions

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

Every member, upon the increase in the capital of the Limited Liability Company whether it be previously authorized in the Articles of Organization filed originally or authorized by amendment thereto, shall have the right to purchase his pro-rata share thereof at the same price and under the same terms at which it is offered to others.

Add Article VII- To read:

Article VII- Self Dealing

No contract or other transaction between the Limited Liability Company and other entities, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the members or managers of this Limited Liability Company is or are interested in a contract or transaction, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a member or manager of the Limited Liability Company is hereby relieved from any liability that might otherwise exist from this contracting with the company for the benefit of himself or any firm, association or corporation in which he may be in any way interested, provided by the fact that he is so interested shall be disclosed or shall be known to the other members and managers.

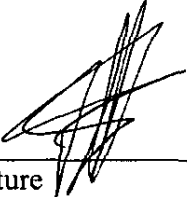
ARTICLE II- Date of Adoption of the Amendment

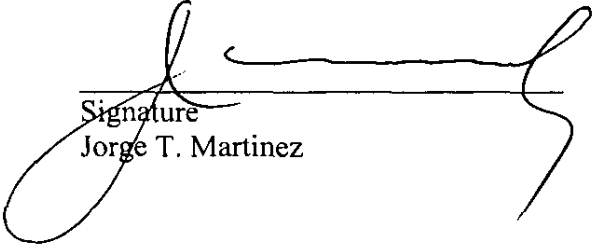
The date of adoption of the amendment is June 16, 2008.

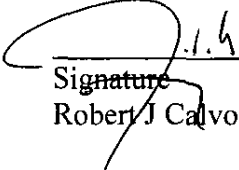
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ARTICLE III- Adoption of the Amendment

The amendment is adopted by members and the number of votes cast for the amendment is sufficient for approval.



Signature
Jose A. Figuera-Martinez, President
Gabal International Corp.

Signature
Jorge T. Martinez

Signature
Robert J. Calvo, Sr.

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