

L 10578

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000062931 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0380

EFFECTIVE DATE

4/1/04

From:

Account Name : FLORIDA FILING & SEARCH SERVICES
Account Number : I20000000189
Phone : (850) 668-4318
Fax Number : (850) 668-3398

RECEIVED

04 MAR 24 PM 3:36

DIVISION OF CORPORATIONS

BASIC AMENDMENT

AUTOMAX GROUP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

FILED
04 MAR 24 PM 5:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

Amend/ Name chg
JPM
3/25/04

H04000062931 3

PAGE 01
04 MAR 24 PM 5:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDAEFFECTIVE DATE
4/1/04

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AUTOMAX GROUP, INC.

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned, being the President and Secretary of Automax Group, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida bearing Document Number L10578, does hereby certify:

The following Amendment to the Articles of Incorporation was adopted by the unanimous written consent of the Corporation's Directors on March 19, 2004. The Amendment was approved by a majority of the holders of shares of voting capital stock entitled to vote thereon by written consent of a majority of the Corporation's shareholders on March 19, 2004, and approved by holders having no less than the minimum number of votes necessary to authorize or take such action in a manner prescribed by Florida Business Corporation Chapters 607.0704 and 607.1003, Florida Statutes.

The Corporation hereby amends its Articles of Incorporation, effective on April 1, 2004, as follows:

FIRST: Article I of the Corporation's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

"ARTICLE I
CORPORATE NAME

The name of the Corporation is **Heritage Capital Credit Corporation.**"

SECOND: Article IV of the Corporation's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

"ARTICLE IV
SHARES

This Corporation is authorized to issue two classes of shares of stock to be designated as "Common Stock" and "Preferred Stock". The total number of shares of Common Stock which this Corporation is authorized to issue is Two Hundred Fifty Million (250,000,000) shares, par value \$0.001. The total number of shares of Preferred Stock which this Corporation is authorized to issue is Ten Million (10,000,000) shares, par value \$0.001.

Effective on April 1, 2004, the issued and outstanding shares of common stock of the Corporation shall be subject to a 1-for-500 reverse stock split.

H04000062931 3

H04000062931 3

/

The shares of Preferred Stock may be issued from time to time in one or more series. The Board of Directors of the Corporation (the "Board of Directors") is expressly authorized to provide for the issue of all or any of the shares of the Preferred Stock in one or more series, and to fix the number of shares and to determine or alter for each such series, such voting powers, full or limited, or no voting powers, and such designations, preferences, and relative, participating, optional, or other rights and such qualifications, limitations, or restrictions thereof, as shall be stated and expressed in the resolution or resolutions adopted by the Board of Directors providing for the issue of such shares (a "Preferred Stock Designation") and as may be permitted by the General Corporation Law of the State of Florida. The Board of Directors is also expressly authorized to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series. In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series."

THIRD: I hereby certify that the preceding was adopted by a majority vote of the shareholders and unanimous vote of the directors of the Corporation on March 19, 2004, and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation on March 19, 2004.


Byron Rambo, President and Secretary

H04000062931 2