

L15858

LEVIN AND TANNENBAUM, P.A.

Attorneys at Law

Century Bank Building
1680 Fruitville Road
Suite 102
Sarasota, Florida 34236

Phone (941) 316-0111
Facsimile (941) 316-0515
WATS (800) 881-9441

Internet E-Mail:
lev-tan@acun.com

JEROME S. LEVIN*
ALAN E. TANNENBAUM
ARTHUR L. TEPPER**
CHAD L. GATES

Of Counsel

BENJAMIN A. JABLOW, LL.M. [Tax]
GREGORY S. BAND, LL.M. [Tax]

* Board Certified Real Estate Attorney
* Also admitted in Pennsylvania
** Also admitted in New York

December 11, 1997

Via U. S. Mail

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

900002372439-7
-12/15/97-01113-019
*****35.00 *****35.00

Re: **Our File Number 97-0435-1981**
Suncoast Transmission Auto Center, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 AM 8:05

Dear Sir or Madam:

Enclosed herewith is the following:

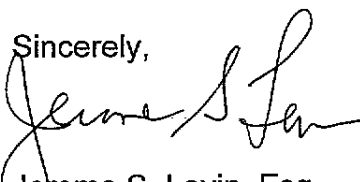
- 1. Original and one copy of the Articles of Amendment for 'Suncoast Transmission Auto Center, Inc.'

The new name of the corporation will be Shifty Transmission, Inc.

- 2. This firm's check in the amount of \$35.00.

Please file the enclosed Articles Of Amendment and issue the certificate of confirmation as soon as possible. Thank you in advance for your cooperation, and please don't hesitate to contact my office should you have any questions.

Sincerely,


Jerome S. Levin, Esq.
For The Firm

Amend + N.C.
01-14-98
CC

JSL/gc (Enclosures)

F:\DATA\AQU-0435197-1981\SCST.LTR



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 17, 1997

LEVIN AND TANNENBAUM, P.A.
JEROME S. LEVIN, ESQ.
1680 FRUITVILLE RD., STE.102
SARASOTA, FL 34236

SUBJECT: SUNCOAST TRANSMISSION AUTO CENTER, INC.
Ref. Number: L15858

We have received your document for SUNCOAST TRANSMISSION AUTO CENTER, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 197A00059336

RECEIVED
98 JUN 12 AM 8:23
DIVISION OF CORPORATIONS

See: Acceptance Attached

*Shyla
(941) 316-0111*

Thank You

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SUNCOAST TRANSMISSION AUTO CENTER, INC.**

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 AM 8:05**

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment Adopted:

NAME: The name of the corporation is hereby amended to be:

SHIFTY TRANSMISSION, INC.

REGISTERED AGENT AND INITIAL REGISTERED OFFICE:

The registered agent and office of the corporation is hereby amended to be:

**John Aquino
541 Edlee Lane
Longboat Key, Florida 34228**

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

FOURTH: Adoption of Amendment(s) (check one)

The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

- The amendment(s) was/were approved by the shareholders through voting groups.


The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

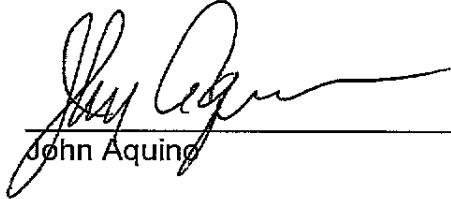
Signed this 21st day of November, 1997.

SUNCOAST TRANSMISSION AUTO
CENTER, INC.

By: 
Cheryl R. Aquino
President

ACCEPTANCE OF REGISTERED AGENT

Having been named Registered Agent to accept service of process for **SHIFTY TRANSMISSION, INC.** at the registered office designated as 541 Edlee Lane, Longboat Key, Florida 34228 in the Articles Of Amendment, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



John Aquino

1-5-98

Date