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* Board Certified Real Estate Attorney

* Also admitted in Pennsylvania

** Also admitted in New York

December 11, 1997

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

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

Dear Sir or Madam:

Enclosed herewith is the following:

1. <u>Original</u> and <u>one copy</u> 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

Aniend + N.C. 1-14-98

JSL/gc (Enclosures) Øf:\data\aqu-0435\97-1981\Scst.LTR



Via U. S. Mail



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

THECENUSSION CORPORATION

allached Acceptance

(941) 316-0111) Thank You

ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF

SUNCOAST TRANSMISSION AUTO CENTER, INC.

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:

NH 8:

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 <u>21st</u> day of <u>November</u>, 1997.

SUNCOAST TRANSMISSION AUTO CENTER, INC.

Bv:

Cheryl R. Aquino President

BF:\DATA\AQU-0435\97-1981\ARTICLES.AMD

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.

y leger

1-5-98

Date