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Division of Corporations

L 34176

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BASIC AMENDMENT

LLOYD NISSAN, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 3, 1999

LLOYD NISSAN, INC.
* R.L. LLOYD, JR.
100 EAST 23RD STREET
PANAMA CITY, FL 32405-4502

SUBJECT: LLOYD NISSAN, INC.
REF: L34176

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Darlene Connell
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SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
LLOYD NISSAN, INC.


We, the undersigned, being the President, Secretary, all of the Directors and all shareholders of LLOYD NISSAN, INC., a Florida corporation, hereby certify that the following Amendments were unanimously adopted by the Shareholder and Directors of the corporation by unanimous written consent dated the 3rd day of MAY, 1999.

ARTICLE I. "NAME" is amended to read as follows:

"The name of the corporation is LLOYD MOTOR COMPANY"

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

3rd IN WITNESS WHEREOF, we hereby set our hands and seals this day of MAY, 1999.



Rayford L. Lloyd, Jr.
President, Director and Sole Shareholder

ATTEST:



Eugenia P. Lloyd
Secretary and Director

(Seal)

Douglas J. Sale
Florida Bar # 0220991
Harrison, Sale, McCloy,
Thompson & Harrison Chtd.
P.O. Box 1579
Panama City, Florida 32402
(850) 769-3434
Fax Audit No. H99000010479 6