

LAW OFFICES
THOMAS J. WOOLLEY, JR.

PROFESSIONAL ASSOCIATION
FIRST FINANCIAL PLAZA, SUITE 408
639 EAST OCEAN AVENUE

BOYNTON BEACH, FLORIDA 33435

MAILING ADDRESS:
POST OFFICE DRAWER JJ
BOYNTON BEACH, FLORIDA 33425

June 18, 1999

TELEPHONE (561) 737-4818
TELECOPIER (561) 737-4819

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Delray Auto Trim, Inc.

500002910835--9
-06/21/99--01126--012
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed kindly find the following:

1. Articles of Amendment to Articles of Incorporation of Delray Auto Trim, Inc.;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Check in the amount of \$35.00 made payable to Secretary of State representing the filing fee; and
4. A copy of the Articles of Amendment together with a return envelope.

Thank you for your assistance in this regard.

Sincerely,

THOMAS J. WOOLLEY, JR.

TJW/slr

Enclosures

FILED
99 JUN 21 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
L61115
308

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DELRAY AUTO TRIM, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following amendment to its Articles of Incorporation:

FIRST: Amendment adopted: ARTICLE VI is amended as follows:

THOMAS J. WOOLLEY, JR. has resigned as Registered Agent of the corporation and LEONARD BRYANT has accepted and agreed to serve in this capacity. The principal office and/or mailing address of the corporation is 41 No. Congress Avenue, Bay 1A, Delray Beach, Florida 33445. The Certificate of Designation of the new Registered Agent/Registered Office is attached hereto.

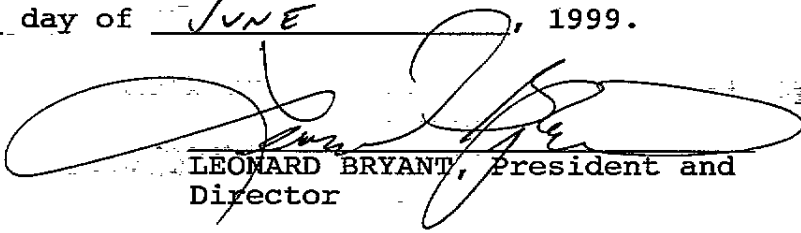
SECOND: Amendment adopted: ARTICLE VIII is amended as follows:

The resignation of THOMAS J. WOOLLEY, JR. as Director is accepted and the following individual is elected to serve as sole Director by a unanimous vote of the Shareholders: LEONARD BRYANT, 41 No. Congress Avenue, Bay 1A, Delray Beach, Florida 33445.

THIRD: The effective date of this amendment is the date hereof.

FOURTH: Adoption of amendments were approved by a unanimous vote of the Shareholders and Directors.

EXECUTED this 18th day of JUNE, 1999.


LEONARD BRYANT, President and
Director

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99 JUN 21 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Delray Auto Trim, Inc.

2. The name and address of the registered agent and office is:

Leonard Bryant

(NAME)

41 No. Congress Avenue, Bay 1A

(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Delray Beach, Florida 33445

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

6/18/99
(DATE)