

L75316**Florida Department of State**

Division of Corporations

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DIVISION OF CORPORATIONS

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BASIC AMENDMENT**SOUTHERN AUTOMOTIVE FINANCE CORPORATION**

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 2, 2002

SOUTHERN AUTOMOTIVE FINANCE CORPORATION
PO BOX 8997
FT. LAUDERDALE, FL 33311-8997US

SUBJECT: SOUTHERN AUTOMOTIVE FINANCE CORPORATION
REF: L75316

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Karen Gibson
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT
OF
SOUTHERN AUTOMOTIVE FINANCE CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is SOUTHERN AUTOMOTIVE FINANCE CORPORATION (the "Corporation").

2. ARTICLE I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE I
NAME

The name of the corporation shall be SOUTHERN AUTO FINANCE COMPANY.

3. ARTICLE III of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any time shall be 200,000 shares of common stock, each share having a par value of \$.001).

4. The foregoing amendment was unanimously adopted by the Sole Director and Stockholder of the Corporation eligible to vote by a Written Consent signed by him on July 30, 2002, manifesting his intention that this amendment to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes. The number of votes cast for the amendment was sufficient for approval by the Stockholder.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 30 day of July, 2002.


GEORGE FUSSELL, President

FAX AUDIT NO. H02000175446 2