



THE UNITED STATES
CORPORATION
COMPANY

L9800000/952

ACCOUNT NO. : 072100000032

REFERENCE : 294202 10915A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ ~~87.50~~

105.00

ORDER DATE : July 1, 1999

ORDER TIME : 11:51 AM

- file 1st

ORDER NO. : 294202-005

CUSTOMER NO: 10915A

000002921080--4

CUSTOMER: Peggy Adolphson, Legal Asst
Walker & Fairbanks, P.a.
P.O. Box 676

Ponte Vedra Bea, FL 32004-0676

DOMESTIC AMENDMENT FILING

NAME: AUTOSTAR USA, L.L.C.

EFFECTIVE DATE:

FILED
99 JUL -1 PM 5:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
0 PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS: _____

4-2-99
1-



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 2, 1999

CSC

SUBJECT: AUTOSTAR USA, L.L.C.
Ref. Number: L98000001952

RESUBMIT

Please give original
submission date as file date.

We have received your document for AUTOSTAR USA, L.L.C. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Please change the money on the cover page. The fee for an amendment is \$52.50 certified copy \$52.50 = \$105.00.

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) 487-6043.

Shawn Logan
Document Specialist

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
AUTOSTAR USA, L.L.C.**

AutoSTAR USA, L.L.C. (the "Company"), a Florida limited liability company, hereby amends its Amended and Restated Articles of Organization as follows:


1. The name of the limited liability company is AutoSTAR USA, L.L.C.
2. The Articles of Organization of this limited liability company were filed September 22, 1998 and Amended and Restated Articles of Organization were filed on May 4, 1999.
3. Article I of the Amended and Restated Articles of Organization will be deleted and the following language inserted in its place:

ARTICLE I

The name of the limited liability company shall be AmeraPARTS International, L.L.C. (the "Company").

These Articles of Amendment have been duly executed and are being filed in accordance with Florida Statutes Section 608.411.

Dated: June 30, 1999.

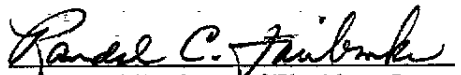

Padraic E. Mulvihill
Secretary and Member

STATE OF FLORIDA
COUNTY OF ST. JOHNS

The foregoing Articles of Amendment were acknowledged before me this 30th day of June, 1999, by Padraic E. Mulvihill, and who is personally known to me and who has acknowledged that he signed such Articles of Organization of his own free will.



RANDAL C. FAIRBANKS
Comm. No. CG 645501
My Comm. Exp. Aug. 8, 2001
Bonded thru Pichard Ins. Agcy.


Notary Public, State of Florida at Large
Notary's Stamped or Printed Name:
My Commission Expires:

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99 JUL -1 PM 5:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE