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DIVISION OF CORPORATIONS

BASIC AMENDMENT

RKR MOTORS, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
RKR MOTORS, INC.

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned, Robert A. Kirland, being the President of RKR Motors, Inc., a Florida corporation (the "Corporation"), does hereby certify:

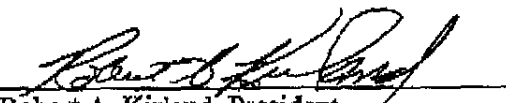
1. The name of the corporation is RKR MOTORS, INC.
2. The Articles of Incorporation of the Corporation were originally filed with the Department of State of the State of Florida on May 11, 1988, and said Articles have been previously amended pursuant to amendments filed on May 31, 1988, October 25, 1988, June 14, 1991, May 7, 1998 and October 22, 2001.
3. The Articles of Incorporation of the Corporation are hereby amended by deleting Article VI of the Articles of Incorporation in their entirety and insert in lieu thereof, the following:

"Article VI: Board of Directors

The Corporation shall have not less than two (2) nor more than seven (7) directors. The number of directors may be designated by a vote of the Board of Directors, but in no event shall the number of directors be less than two (2) nor more than seven (7) directors. In the event that the Board of Directors does not designate the number of directors to serve the Corporation, there shall be two (2) directors."

4. The foregoing amendment was authorized by a joint written consent of the Board of Directors and Shareholders of the Corporation on August 27, 2004. The number of votes cast for the foregoing amendments by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has subscribed these Articles of Amendment to the Articles of Incorporation this 27 day of August, 2004.


Robert A. Kirland, President

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