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COR AMND/RESTATE/CORRECT OR O/D RESIGN

RKR MOTORS, INC.

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G. Coulllette MAR 20 2006



March 16, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RKR MOTORS, INC.
350 W. COPANS RD
POMPANO BEACH, FL 33064US

SUBJECT: RKR MOTORS, INC.
REF: MB0278

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

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6903.

Cheryl Coulliette
Document Specialist

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DIVISION OF CORPORATIONS

P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT AND RESTATEMENT
OF
RKR MOTORS, INC.

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named does hereby amend and restate its Articles of Incorporation.

1. The name of the corporation is RKR Motors, Inc. (hereinafter, the "Corporation").
2. The text of the Restated Articles of Incorporation of the Corporation, as amended hereby, is attached hereto as Exhibit A and made a part hereof.

CERTIFICATE

It is hereby certified that:

1. The attached Restated Articles of Incorporation contains amendments to the Articles of Incorporation of the Corporation requiring shareholder approval.
2. The Articles of Incorporation of the Corporation are hereby amended in their entirety so as henceforth to read as set forth in the Restated Articles of Incorporation attached hereto as Exhibit A and made a part hereof.
3. The date of adoption of the aforesaid amendments was March 1, 2006.
4. Only one voting group of shareholders was entitled to vote on the said amendments and restatement.
5. The number of votes cast for the said amendments and restatement by the said voting group of shareholders was sufficient for the approval thereof.
6. The total number of shares of stock which the Corporation had authority to issue immediately prior to this amendment and restatement was 20,000, consisting of 17,000 shares of Common Stock, \$1.00 par value per share, and 3,000 shares of Preferred Stock, \$1.00 par value per share. The total number of shares of stock which the Corporation has authority to issue pursuant to this amendment and restatement is 1,000 shares of Common Stock, \$0.01 par value.

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EXHIBIT A

RESTATED ARTICLES OF INCORPORATION
OF
RKR MOTORS, INC.

FIRST: The name of the corporation is RKR Motors, Inc., hereinafter, (the "Corporation").

SECOND: The principal place of business and mailing address of the Corporation is 110 SE 6th Street, Ft. Lauderdale, Florida 33301.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act including, but not limited to, the acting as an insurance agent and the providing of insurance services, exclusive of the underwriting of insurance policies.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is One Thousand (1000) shares of Common Stock, each having a par value of one cent (\$0.01).

FIFTH: The address of the registered agent of the Corporation is 110 SE 6th Street, 20th Floor, Ft. Lauderdale, Florida 33301. The name of the registered agent at that address is Kenneth B. Rollin.

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Having been named as registered agent and to accept service of process for RKR Motors, Inc., 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Kenneth B. Rollin

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Executed on March 15, 2006.

RKR MOTORS, INC.

By: 

Name: Jonathan P. Ferrando
Title: Assistant Secretary

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