

A Partnership of Professional Associations Attorneys at Law

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November 20, 1998

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS Post Office Box 6327 Tallahassee, Florida 32314

RE: Metro Auto Body

Dear Sir or Madam:

300002696463--2 -11/25/98--01045-013 *****35.00 ******35.00

Enclosed please find fully executed Articles of Amendment to Articles of Incorporation for Metro Auto Body, Inc. Also enclosed is this firm's trust account check in the amount of \$35.00 to cover the cost of filing same.

Please provide confirmation of this filing by stamping the enclosed "Copy" of the Articles of Amendment and returning it to me in the envelope provided.

Thanking you for your prompt attention to this matter, I remain

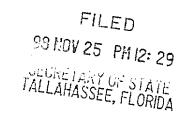
Very truly yours,

KARL C. LANDSTEINER, P.A.

Sidne Turnbull Legal Assitant VS DEC 8 1998

NC

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF METRO AUTO BODY, INC.



1. The following provisions of the Articles of Incorporation of METRO AUTO BODY, INC., a Florida corporation, filed in Tallahassee, Florida on May 11, 1988, be and they hereby are amended in the following particulars:

Article I be and it hereby is amended to read as follows:

The name of the corporation is: AVC ENTERPRISES, INC.

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 30th day of September, 1998.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 30th day of September, 1998.

3. The number of votes cast for the amendment by the shareholders was sufficient for approval.

METRO AUTO BODY, INC.

ANTHONY CANNAMELA

President

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal for the corporation this 30th day of September, 1998.

PASQUALE V.J. ESPOSITO

(CORPORATE SEAL)