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Date: October 20, 1999

To: Secretary of State
Division of Corporations
Attn: Amendment & Merger Section
409 East Gaines Street
Tallahassee, FL 32301

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-10/21/99-01064-006
*****35.00 *****35.00

From: R. Stephen Miles, Jr., Esquire

Re: Amendment to Owen Motors, Inc. of Osceola

Message: Enclosed please find our trust account check #5485 in the amount of \$35.00 made payable to the Secretary of State to cover the cost of filing the enclosed Articles of Amendment for Owen Motors, Inc. of Osceola. Please send verification of filing as soon as possible via facsimile (407) 847-3353. Thank you for your assistance and should you require anything further, please call.

FILED
99 OCT 21 AM 10:01
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

N/C

V. SHEPARD NOV 1 1999

ARTICLES OF AMENDMENT

OF

OWEN MOTORS, INC. OF OSCEOLA

FILED
99 OCT 21 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this Corporation is OWEN MOTORS, INC. OF OSCEOLA, a Florida corporation incorporated on June 22, 1988. The Articles of Incorporation, Article V were amended on October 20, 1999 to change the name of the Corporation.

2. Article I of the Articles of Incorporation shall be amended to read as follows:
The name of this corporation shall be: TRANSAMERICA AUTO LEASE CORPORATION.

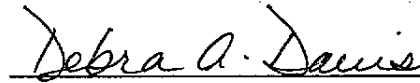
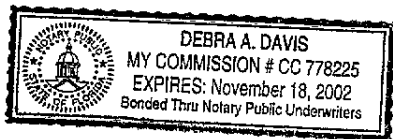
The undersigned being the sole director and shareholder of Owen Motors, Inc. of Osceola acknowledges that the foregoing Articles of Amendment were proposed and approved by the Board of Directors of the Corporation on October 20, 1999 and adopted and proposed to the shareholders and were approved by the shareholders by a unanimous voted on October 20, 1999.



Paul E. Owen, President
sole director and sole shareholder

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public, personally appeared Paul E. Owen to me known personally or produced _____ to be the person described as the Director/Shareholder, and who executed the foregoing Articles of Amendment, and acknowledged before me that he subscribed to these Articles of Amendment on October 20, 1999.



Notary Public