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BARTHOLE & ROSARIO

Professional Accountants

12855 SW 136 Ave, Suite 106
Miami, FL 33186
(305)378-6608
Fax: (305)378-6575
Paulabarhole@aol.com

May 16, 2001

Florida Dept. Of State
409 E. Gaines St.
Tallahassee, FL 32399

000004323410--3
-05/25/01--01050--006
*****35.00 *****35.00

To Whom It May Concern:

Please file the enclosed Articles of Amendment to the Articles of Incorporation of **R & D Auto Repairs, Inc.**, as soon as possible, and return a copy of the filed Articles, stamped by the State of Florida to me:

Paul A. Barthole

12855 SW 136 Ave., Ste. 106

Miami, FL 33186.

Enclosed is a check for the \$35.00 filing fee.

Should you have any questions, please do not hesitate to call me at the number on the letterhead.

Thank you and best regards,



Paul A. Barthole
Managing Partner

PAB/pab
Enclosures(3)

*authorized
correction
chq amendment
date to ac 6-1
5-15-01*

FILED
01 MAY 25 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*all n/c
6-1*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
R & D AUTO REPAIRS, Inc.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

**ARTICLE I
NAME**

The name of the corporation shall be **Cheap Ride Limousine & Car Service, Inc.**

**ARTICLE III
Principal Office**

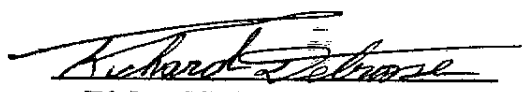
The principal office of this corporation shall be:

13715 SW 66 Street, Suite A-216
Miami, Florida 33183

SECOND: The date of the amendment's adoption: May 15, 2001.

THIRD: The amendments were adopted by shareholder action whose signature appear below.
The number of votes cast was sufficient for approval.

Signed this 15th day of May, 2001.


Richard Debrosse, President
70% Shareholder

FILED
01 MAY 25 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county set forth above personally appeared Richard Debrosse, known to me and known by me to be the person who executed the foregoing Articles of Amendment to Articles of Incorporation, and whom acknowledged before me that he executed those Articles of Amendment to Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state

and county aforesaid this 15 day of May, 2001.



Paul A. Barthole

Notary Public