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OF COUNSEL

SCOTT E. JOHNSON

May 11, 2000

400003251054--3
-05/12/00--01108--002
*****35.00 *****35.00

VIA FEDERAL EXPRESS

Secretary of State
Attention: Corporation Division
409 East Gaines Street
Tallahassee, Florida 32399

Re: Miami Motorplex, Inc. (change of name to Lally Pontiac, Inc.)

Dear Sir/Madam:

400003251054--3
-05/12/00--01108--003
*****8.75 *****8.75

Please find enclosed in duplicate a Certificate of Amendment to the Articles of Incorporation of Miami Motorplex, Inc., together with our check made payable to the "Secretary of State" in the amounts of \$35.00 and \$8.75, to cover the following:

Filing Fee	\$ 35.00
Certified Copy	8.75

Please file the Amendment immediately and forward to us the certified copy thereof. If there is anything which is not in order, please call us collect. Thank you.

Sincerely yours,

Linda Klechka

Linda Klechka, Legal Assistant to
Lawrence H. Haber

:lek
Enclosures

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00 MAY 12 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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5/25/00

PO Box 472 ORLANDO, FL 32802-0172
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FILED

ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION
OF
MIAMI MOTORPLEX, INC.

00 MAY 12 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

1. The name of the corporation is MIAMI MOTORPLEX, INC.
2. The following amendments of the Articles of Incorporation were adopted unanimously by the shareholders (or board of directors if no shares have been issued) of the corporation on May 3, 2000, in the manner prescribed by the Florida General Corporation Act:

The name of the corporation is changed to: LALLY PONTIAC, INC.

Dated: May 5, 2000.

LALLY PONTIAC, INC.

By: [Signature]
Its President and Secretary

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared Jasvinder Lally, as President and Secretary, who is to me well known to be the person described in and who subscribed the above articles of amendment to the articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purposes, therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando in said County and State this 5th day of May, 2000.

[Signature]
Notary Public
My Commission Expires:



June M. Comas
MY COMMISSION # CC817580 EXPIRES
May 30, 2001
BONDED THRU TROY EAIN INSURANCE, INC.