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VISION OF CORPORATIO

BASIC AMENDMENT

R.J.R. AUTO SALES, CORP.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

R.J.R. AUTO SALES, CORP.

PURSUANT TO THE PROVISIONS OF SECTION 607.1606, FLORIDA STATUTES, THIS FLORIDA PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FTRST: AMENDMENT(S) ADOPTED (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED)

EFFECTIVE APRIL 20, 2004 RODRIGUEZ RODOLFO OF 20030 NE 21 AVENUE NORTH MIAMI BEACH FLORIDA 33179 IS DESIGNATED PRESIDENT OF THIS CORPORATION. RENE HORTA OF 7031 SW 47TH STREET MIAMI FLORIDA 33155 IS DESIGNATED DIRECTOR.

SECOND: IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOWS.

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THIRD: THE DATE OF EACH AMENDMENT'S ADOPTION: 04/20/2004

FOURTH: ADOPTION OF AMENDMENT(S) (CHECK ONE)

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THE AMENDMENTS(S) WAS IWERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS. THE FOLLOWING STATEMENT MUST BE SEPARATELY PROVIDED FOR EACH VOTING GROUP ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S):

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY_ (YOTING GROUP) THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED. SIGNED THIS APRIL 20 2004 SIGNATURE (BY THE CHAIRMAN OR VICE-CHAIRMAN OF THE BOARD , PRESIDENT OR OTHER OFFICER IF ADOPTED BY THE SHAREHOLDERS) OR (BY DIRECTOR IF ADOPTED BY THE DIRECTORS) OR (BY AN INCORPORATOR IF ALIOPTED BY THE INCORPORATORS) (TYPED OF PRINTED NAME) RODRIGUEZ RODOLFO- PRESIDENT

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