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September 18, 2000

FILED
00 OCT 25 AM 11:40
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
Amendment Section
Post Office Box 6327
Tallahassee, FL 32314

600003438476--1
-10/25/00--01082--017
*****35.00 *****35.00

Re: Team Automotive Enterprises, Inc.

Gentlemen:

Enclosed please find for filing Articles of Amendment for the above-referenced corporation, together with a check in the amount of \$35.00.

Thank you for your assistance in this matter. If you should have any questions, please contact me.

Very truly yours,

*Amend
11-3-00
GAF*

Gregory A. Fox
GREGORY A. FOX
Attorney at Law

GAF/stg

Enclosures

**ARTICLES OF AMENDMENT FOR
TEAM AUTOMOTIVE ENTERPRISES, INC.**

The undersigned President and Secretary of the above referenced corporation hereby files these Articles of Amendment to its Articles of Incorporation.

The Articles of Incorporation are hereby amended by amending and adding the following Articles:

ARTICLE VI

The names and addresses of the current Directors of the corporation are as follows:

Director	Michael S. Kane 1764 Split Fork Drive Oldsmar, FL 34677
Director	Robert A. Avedisian 33 Freshwater Drive Palm Harbor, FL 34684
Director	John P. Gilliss 3565 Shoreline Circle Palm Harbor, FL 34684

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ARTICLE VIII

The names and addresses of the current officers of the corporation are as follows:

President	Michael S. Kane 1764 Split Fork Drive Oldsmar, FL 34677
Vice-President/Secretary	Robert A. Avedisian 33 Freshwater Drive Palm Harbor, FL 34684
Treasurer	John P. Gilliss 3565 Shoreline Circle Palm Harbor, FL 34684

29 The amendment was adopted by the stockholders on September 29, 2000 and all stockholders unanimously approved the amendment on said date. Attached to this amendment is a consent signed by all of the Stockholders of the Corporation.

TEAM AUTOMOTIVE ENTERPRISES, INC.



MICHAEL S. KANE, President

Attest:

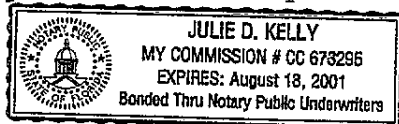

ROBERT A. AVEDISIAN, Secretary

**STATE OF FLORIDA
COUNTY OF PINELLAS**

SWORN TO AND ACKNOWLEDGED before me this 29th day of September, 2000 by **MICHAEL S. KANE** and **ROBERT A. AVEDISIAN**, as President and Secretary of Team Automotive Enterprises, Inc. who have produced driver's licenses as identification and who did take an oath.


Notary Public

My commission expires:



CONSENT

The undersigned, representing all of the Stockholders of **Team Automotive Enterprises, Inc.** hereby consent to amend and add the following Articles to its Articles of Incorporation as follows:

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The names and addresses of the current Directors of the corporation are as follows:

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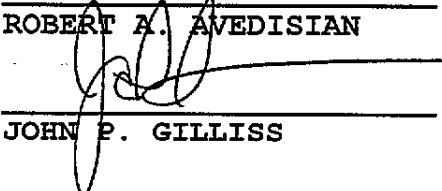
Date 9/29/00



MICHAEL S. KANE



ROBERT A. AVEDISIAN



JOHN P. GILLISS