LAW OFFICES SMOLER, LERMAN, BENTE & WHITEBOOK, P.A. 2620 BANK OF AMERICA TOWER 100 SOUTHEAST 2ND STREET



FLEPHONE (305) 539-0011 PACSIMILE (305) 539-9145

October 17, 2001

VIA FEDERAL EXPRESS

Secretary of State Amendment Section 409 East Gaines Street Tallahassee, FL 32399 000004640820--9 -10/18/01--01017--015 *****35.00 ******35.00

Re: Articles of Amendment to Articles of Incorporation of Auto Racing, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of AutoRacing, Inc.

Very truly yours

Carlos D. Lérman

Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

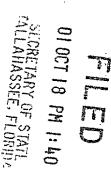
<u> </u>	AUTO RACING, INC.	
	A Florida corporation	
	(present name)	

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1: (Name Change)

AUTO CAR U.S.A., INC.



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:

THIRD:	The date of each amendment's adoption: August 23, 2001 .		
FOURTE	I: Adoption of Amendment(s) (CHECK ONE)		
Ź	The amendment(s) was/were 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 parately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by" voting group		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
C			
	Signed this 17th day of 00tober , 192001		
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	OR		
	(By a director if adopted by the directors)		
	OR		
•	(By an incorporator if adopted by the incorporators)		
	Luis Salamanques		
	Typed or printed name President		
	Title		