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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 29 AM 10:04

Maria Eugenia Cucalon
715 N. Bel Air Drive
Plantation, FL 33317

May 15, 2001

Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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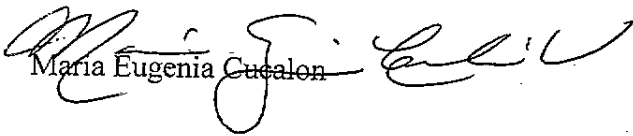
Re: Sapphire Limousine Service, Inc.

Dear Ms./Sir:

Enclosed please find the original and one copy of Articles of Amendment, together with a check in the amount of \$43.75.

This represents the cost of Filing Fees, and Certified Copy of Amendment for the above named corporation. If you have any questions or if I can be of any help, you can call me at (954) 792-7322.

Sincerely,


Maria Eugenia Cucalon

Maria Eugenia Cucalon's son gave
authorization to remove "Initial"
6/8 DB

Amend

V. SHEPARD JUN 11 2001

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF**

SAPPHIRE LIMOUSINE SERVICE, INC.

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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 VI – INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the ~~initial~~ director of the corporation is:

Maria Eugenia Cucalon
715 N. Bel Air Drive
Plantation, FL 33317

ARTICLE VIII - INCORPORATORS

The name and addresses of the persons signing these Articles is:

Maria Eugenia Cucalon
715 N. Bel Air Drive
Plantation, FL 33317

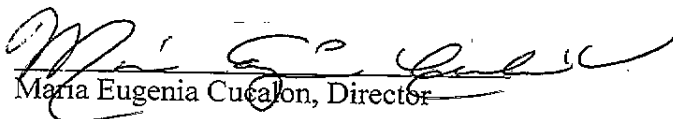
SECOND: If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: Not applicable.

THIRD: The date of each amendments' adoption: May 15, 2001.

FOURTH: Adoption of Amendments:

The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 15th day of May, 2001.


Maria Eugenia Cucalon, Director