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BASIC AMENDMENT REPO DIRECT AUTO SALES, INC.

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Amendment

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11/8/01

DC



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 8, 2001

REPO DIRECT AUTO SALES, INC.
2425 PEMBROKE ROAD
HOLLYWOOD, FL 33020

SUBJECT: REPO DIRECT AUTO SALES, INC.
REF: P01000020632

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Darlene Connell
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is:
Repo Direct Auto Sales, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:
Article VII is deleted in its entirety and replaced by the following:

Article VII - Initial Board of Directors

This corporation shall have two (2) directors 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 (1). The name and address of the directors of this corporation is:

Yizhak Toledano	2425 Pembroke Road
President / Treasurer	Hollywood, FL 33020

Revital Solmor	2425 Pembroke Road
Vice President / Secretary	Hollywood, FL 33020

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on
November 7, 2001.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Repo Direct Auto Sales, Inc.

By: 

Name: Yizhak Toledano

Title: President

Date: 11/7/2001

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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