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II.	ME(S) & DOCUMENT NU	MBER(S) (if known):	
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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R.A., Office	r/Director	
Limited Liability	Change of Registered Agen	·	
Domestication	Dissolution/Withdrawal		
Other	Merger	U COULLIBATE JUN 0 5 2001	
		3.	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	4000043421441	
Annual Report	Foreign	-06/05/0101068025 ****210.00 *****35.00	
Fictitious Name	Limited Partnership		
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Examiner's Initials

Trademark

Other

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

HILINE CARS, INC.

2001 JUN -5 PM 2: 07
SECRETARY OF STATE
TALLAHASSEF FI OBIE

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Bill Payne

Secretary:

Bill Payne

Treasurer:

Bill Payne

SECOND:

Article 5 shall be amended to state:

President:

Don Goben

Secretary:

Don Goben

Treasurer:

Don Goden

whose addresses shall be the same as the principal address of the Corporation.

THIRD:

Article 6 of the Articles of Incorporation states Director as:

Bill Payne

FOURTH:

The Director of the Corporation shall be changed to:

Don Goben

whose addresses shall be the same as the principal address of the Corporation.

FIFTH:

The date of the adoption of this amendment is the 24 May 2001.

SIXTH:

The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

SEVENTH:

This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 24 May 2001.

Don Goben, Chairman of the Board of

Directors