

Division of Corporations

Page 1 of 2

P02000010590

Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

AUTOMOBILE NETWORK HOLDINGS INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 21, 2002

AUTOMOBILE NETWORK HOLDINGS INC.
6473 ENCLAVE WAY
BOCA RATON, FL 33496

SUBJECT: AUTOMOBILE NETWORK HOLDINGS INC.
REF: P02000010590

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

THE DOCUMENT NUMBER AS STATED IN THE HEADING OF THE DOCUMENT IS INCORRECT.
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P02000010590.

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Darlene Connell
Corporate Specialist

FAX Aud. #: H02000041786
Letter Number: 702A00010813

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AUTOMOBILE NETWORK HOLDINGS INC.**

Document Number P02000010590

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following amendment to its articles of incorporation:

FIRST: Article I is amended to change the name of the Corporation to read as follows:

ARTICLE I

The name of this Corporation shall be: AMERICAN AUTOMOBILE NETWORK HOLDINGS, INC.

SECOND: Article III is amended to read as follows:

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
10,000,000	\$.001	Preferred
100,000,000	\$.001	Common

Series of the preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

THIRD: This amendment was adopted February 13, 2002.

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PAGE 4/ 4

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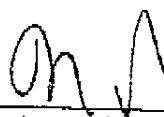
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T-961 P.31/31 F-430

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FOURTH: This amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 13th day of February 2002.



Michael Karsch, Incorporator