## PO200018407 Luxury Motors Exchange, Inc.

October 11, 2002

Division of Corporations PO Box 6327 Tallahassee, FL 32314

000008371610--0 -10/15/02--01026--018 \*\*\*\*\*52.50 \*\*\*\*\*\*52.50

Re: Document # P02000018407 Luxury Motors Exchange, Inc.

To Whom It May Concern:

Enclosed please find the amendment of articles for Luxury Motors Exchange, Inc. Payment if the amount of \$52.50 is also enclosed. Please send a certified copy of the amendment and a certificate of status to the following:

Luxury Motors Exchange, Inc. Attn: Nancy Many 5050B Ninth Street North Naples, FL 34103 (239) 435-9445 02 OCT 15 AM 9: 40
LYAHASSEE, FLORIDA

Thank you,

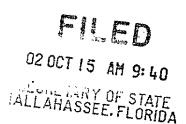
Nancy Many

CONTROL AND ALL DO BY PHONE TO BE CONFICULTION BY PHONE TO

Phone 239/435-9440

Fax 239/435-9450

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Luxury Motors Exchange, Inc.		
(present name)		
P02000018407		
(Document Number of Corporation (If known)	 	-

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted) Amend Article V:

Gary Walker and Michael Cavaseno are removed as directors

the following articles of amendment to its articles of incorporation:

The new board of directors is as follows:
Joseph Gigliotti as sole director
5050 9th St N. Ste B
Naples, Florida 34103

Amend Article VI:

See attached for change in registered agent(registered office is the same).

**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:

## CERTIFICATION OF PLACE OF BUSINESS AND DESIGNATION OF RESIDENT AGENT

In pursuance of Chapter 48.091, Florida Statues, the following is submitted, in compliance with said Act: LUXURY MOTORS EXCHANGE, INC. desires to organize under the laws of state of Florida with the principal place of business as indicated in the Articles of Incorporation, located in Naples, Florida Collier County, and has named Joseph Gigliotti as its agent to accept service of process in this and designates said address as the registered office,

oseph Gigliotti

Having been named to accept service of process for the above state corporation at the place designated in the Certificate, I hereby accept to act in this capacity and to comply with the provisions of said act relative to keeping said office open

Joseph Gigliotti

THIRD:	The date of each amendment's adoption: 8/15/02
FOURTE	I: Adoption of Amendment(s) (CHECK ONE)
Ē	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 separately 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.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	Signed this
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Gary Walker
	(Typed or printed name)
	Director
	(Title)