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Division of Corporations
Fax Number: (850)205-0380

FILLAHASSECRETARY OF STATE COMPANYEE FLORIDA

Account Name: EMPIRE CORPORATE KIT COMPANYEE FLORIDA

Account Number: 072450003255
Phone: (305)634-3694
Fax Number: (305)633-9696

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BASIC AMENDMENT

BASIC AUTO BROKERS, INC.

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8/22/05



ARTICLES OF AMENDMENTS TO ARTICLES OF INCORPORATION OF

BASIC AUTO BROKERS, INC.

PURSUANI TO THE PROVISIONS OF SECTION 607,1006, FLORIDA STATUTES, THIS FLORIDA PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT THIS ARTICLES INCORPORATION:

FIRST: A MENDMENTS(S) ALTOPTED: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED)

BE PECTIVE AUGUST 15 2005, VAZ QUEZ, ALAIN OF 14512 S.W 38 LN MIAMI FL 33175 RESIGNS AS DIRECTOR-VICE PRESIDENT OF THIS CORPORATION.

SECONE: IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLA (10N OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOWS:

THIRD: THE DATE OF EACH AMENDMENT'S ADOPTION: 08/15/2005

FOURTH: ADOPTION OF ALIENDMENT(S) (CHECK ONE)

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VITTE ...MENDMENTS(5) WAS/WERE APPROVED BY THE SHAREHOLDERS THE NUMBER OF VOTES CA! I FOR THE AMENIMENT(S) WAS/WERE SUPFICIENT FOR APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS. THE POLLOWING STATEMENT MUST BE SEPARATELY PROVIDED FOR EACH VOTING GROUP EN TILED TO VOTE SUPARATELY ON THE AMENDMENT(S)

THE NUMB IR OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL
(VOTING GROUP)
THE / MENDMENT(S) W//S/ WERE ADOPTED BY THE BOARD OF DORECTORS WITHOUT SHAREHOLDER ACTION WAS NOT REQUIRED.
THE A VENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.
SIGNATURE:
(BY THE CHAIRM AN OF YIOGCHAIRMAN OF THE BOARD, PRESIDENT OT OTHER OFFICER IF ADOPTED SHAREHOLDERS)
OR
(IIY DIRECTOR IF ADOPTED BY THE DIRECTORS)
OR
(BY AN INCORPORATOR IF ADOPTED BY THE INCORPORATORS)
(TYPED OF PRINTED NAME) VAZQUEZ ALFREDO- PRESIDENT

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