

P02000057699

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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

BASIC AMENDMENT

BJ RETREADER TIRES INC.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$35.00

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P02000057699
Amend 02
12-30-04

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BJ RETREADER TIRES INC.
P02000057699**

Pursuant to the provisions of section 607.1006, Florida statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation;

FIRST:

ARTICLE III CAPITAL STOCK

The total amount of shares that this company is authorized to have outstanding at any one time is 100 shares at US \$ 1.00 per value and the shareholder are:

JORGE I. JACOME with 50 % of the shares
7613 W 34 CT HIALEAH, FL 33018

LORENZO BUTTRON with 50% of the shares
7740 NW 50th ST Apt. # 203 LAUDERHILL, FL 33351

ARTICLE V OFFICERS DIRECTORS

The name and street address of the officers and directors, if any elected, are:

JORGE I. JACOME PRESIDENT 7613 W 34 COURT
HIALEAH, FL 33018

LORENZO BUTTRON SECRETARY 7740 NW 50th ST Apt # 203
LAUDERHILL, FL 33351

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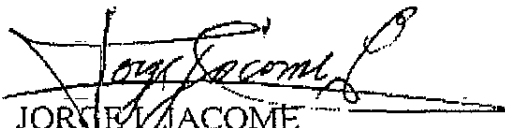
SECOND:

The date of each amendment's adoption is December 30, 2004

THIRTH:

The amendment was approved by the board of directors without shareholders action and shareholders action was no required

Signed this 30 of December, 2004


JORGE JACOME
PRESIDENT


LORENZO BUTTRON
SECRETARY