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FUCHS & JONES PA

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p. 1

Division of Corporations

Page 1 of 2

P02000121596

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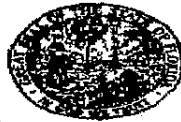
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BASIC AMENDMENT

AXLE MOTORS INC.

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January 8, 2003

AXLE MOTORS INC.
724 N. FEDERAL HIGHWAY
BOYNTON BEACH, FL 33435

SUBJECT: AXLE MOTORS INC.
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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.

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Karen Gibson
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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AMENDMENT TO ARTICLES OF INCORPORATION OF
AXLE MOTORS INC.

The Articles of Incorporation are hereby amended to change the name of the corporation from AXLE MOTORS INC. to AXLE AUTO SALES, INC.

Upon the recommendation of the Board of Directors, the shareholders adopted this amendment by resolution on December 10, 2002, by unanimous vote of the shareholders.

Dated as of December 10, 2002.


Arthur Olesky, Shareholder, Director,
President


Sherri Bornstein, Shareholder

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