

AFFORDABLE CARS, INC.

11311 NW 7TH Avenue
Miami, FL 33168
Phone (305) 756-9666
Fax (305) 756-9669

~~Fax~~ Cover letter

To: Whom it may concern From: Trina Kardash

Fax: _____ Pages: 4

Phone: _____ Date: 5.18.03

Re: Amendment to articles

of incorporation

Urgent For Review Please Comment Please Reply Please Recycle

*Comments:

Please add one more principal to
Affordable Cars, Inc.

Attached please find all of the
information.

Thank you for
your cooperation.

Trina Kardash
V. President
Affordable Cars, Inc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 MAY 22 PM 3: 15

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Affordable Cars, Inc.

(present name)

PO2000125952

(Document Number of Corporation (If known))

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article # 5- Officers

President : Dimitry Agrachov
1402 NW 138th Terrace
Pembroke Pines, Florida, 33028

Vice-President: Vitaly Kardash

Secretary: Irina Malaya Kardash

Treasurer: Irina Malaya Kardash

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:

THIRD: The date of each amendment's adoption: May 16, 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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.

Signed this 16 day of May, 2003.

Signature

Leina Kardash

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Leina Malaya Kardash

(Typed or printed name)

Secretary

(Title)