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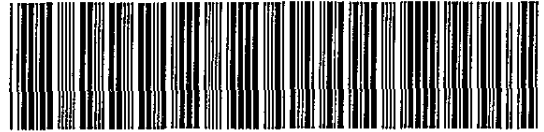
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TALLAHASSEE, FLORIDA

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2003
Amend
10-13-03

Law Offices
ALEJANDRO A. ZAMORA, ESQ., P.A.

JURIS DOCTOR
MEMBER OF THE
FLORIDA BAR

1298 N.W. TENTH AVENUE
MIAMI, FLORIDA 33136
(305) 324-4512
FAX (305) 326-1609

October 10, 2003

Secretary of State
Division of Corporations
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

**Re: Articles of Incorporation for:
MAX AUTO PARTS II, INC.**


Dear Sirs/Madams:

Please find enclosed in reference to the above captioned matter, original Articles of Amendment To Articles Of Incorporation, along with copies, check in the sum of \$35.00 and stamped, self-addressed envelope. Please file and record original Articles of Amendment To Articles Of Incorporation Of Max Auto Parts II, Inc., certify copies of said Articles and return it to the undersigned in the enclosed envelope.

If you need any additional information, please do not hesitate to contact us so that we may provide you with the same. I look forward to your prompt response and receipt of the certified copies of Articles of Incorporation.

Thank you for your anticipated cooperation. I remain,

Very truly yours,


Alejandro A. Zamora, Esq.

ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION OF MAX AUTO PARTS II, INC.

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST

Amendment Adopted:

Article V & VI of the Articles Incorporation is hereby amended to reflect the correct name of the current officers and directors and shall now read as follows:

The board of directors shall consist of a total of one (1) person and may be amended from time to time but shall never be less than one (1). The directors and officer(s) of the Corporation shall be as follows

CARLOS LUIS MORANO- Director/President/
Vice-President/Treasurer/Secretary
2343 N.W. 7th Avenue
Miami, Florida 33127

SECOND

This Amendment was adopted on October 11, 2003.

THIRD

This Amendment was adopted by all the shareholders and directors of the Corporation. The number of votes cast were sufficient for approval.

MAX AUTO PARTS II, INC.

BY: 

CARLOS LUIS MORANO
President & Secretary

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA