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BASIC AMENDMENT

JAX AUTOS, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
JAX AUTOS, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment to Article VII of its articles of incorporation:

ARTICLE VII

Board of Directors & Officers

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The names and mailing addresses of the persons who shall serve as the directors of the Corporation until the next annual meeting of the shareholders are as follows:

<u>Name</u>	<u>Address</u>
Jae H. Chung	3913 Oak Street Jacksonville, FL 32205
Justin Jenkins	13625 Shipwatch Drive Jacksonville, Florida 32225

4. The names and mailing address of the persons who shall serve as the officers of the Corporation until the next annual meeting of the shareholders are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Jae H. Chung	President/Secretary	3913 Oak Street Jacksonville, FL 32205
Justin Jenkins	Vice-Pres./Treasurer	13625 Shipwatch Drive Jacksonville, Florida 32225

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The amendment was approved by the shareholders and the number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

DATED at city of Jacksonville, Duval County, Florida, this 14th day of January, 2004.

By: _____

Jae H. Chung
President

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