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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

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BASIC AMENDMENT

SOUTHEAST AUTO & FINANCE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIS.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

SOUTHEAST AUTO & FINANCE, INC.	
	,
Doc. # P03000085214	
. (prezent name)	

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 whenleth added or deleted)
Albert D. Rae resigns as President., he is elected Vice-President
Harvey Don is elected new President.

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: October 31, 2003
FOURTH	I: Adoption of Amendment(s) (CHECK ONE)
G	The amendment(s) was/were approved by the shareholders. The number of votes cust 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"
	tor approval by voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
1	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 3! day of October . 2003 .
Signa	ure (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	QR .
	(By a director if adopted by the directors)
	OR
	· · · · · · · · · · · · · · · · · · ·
	(By an incorporator if adopted by the incorporators)
	•
	ALBERT D: NAE, Vide-President Typed or printed name
	1 Sam as between annua