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To:

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Fax Number : (850)205-0380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
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DIVISION OF CORPORATIONS

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**BASIC AMENDMENT**

**BASIC AUTO FINANCING INC.**

Certificate of Status	0
Certified Copy	0
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*Amend*  
*mm*  
*8/18/04*

④

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ARTICLES OF AMENDMENTS  
TO  
ARTICLES OF INCORPORATION  
OF

BASIC AUTO FINANCING INC.

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:** AMENDMENTS(S) ADOPTED (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED)

EFFECTIVE AUGUST 01 2004, FERREIRA, MARIA D OF 13271 NW 9<sup>TH</sup> TERR. MIAMI FL 33182 RESIGNS AS PRESIDENT AND REGISTERED AGENT, VAZQUEZ, SONIA OF 13271 NW 9<sup>TH</sup> TERR. MIAMI FL 33182 RESIGN AS VICE-PRESIDENT AND VAZQUEZ ALFREDO OF 13271 NW 9<sup>TH</sup> TERR. MIAMI FL 33182 IS DESIGNATED PRESIDENT AND REGISTERED AGENT.

**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: 08/01/2004

**FOURTH:** ADOPTION OF AMENDMENT(S) (CHECK ONE)

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✓ 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 AUGUST 1 2004.

SIGNATURE x Alfredo Vazquez  
(BY THE CHAIRMAN OR VICE-CHAIRMAN OF THE BOARD, PRESIDENT OR OTHER OFFICER IF ADOPTED SHAREHOLDERS)

OR

(BY DIRECTOR IF ADOPTED BY THE DIRECTORS)

OR

(BY AN INCORPORATOR IF ADOPTED BY THE INCORPORATORS)

\_\_\_\_\_  
(TYPED OF PRINTED NAME)  
VAZQUEZ ALFREDO-PRESIDENT

TOTAL P.04

TOTAL P.02

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

BASIC AUTO FINANCING INC.  
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Alvaro Varquez  
REGISTERED AGENT

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