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DIVISION OF CORPORATIONS

BASIC AMENDMENT

BERMUDEZ AUTO SHOP, INC.

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TALLAHASSEE, FLORIDA

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ARTICLE OF AMENDMENT.
TO
ARTICLE OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BERMUDEZ AUTO SHOP, INC.,

Pursuant to the provisions of section 607, 1006, Florida Statutes the undersigned Corporation adopts the following Articles of amendment to its article of Incorporation.

FIRST: Amendment(s) adopted :

ARTICLE -VI- BOARD OF OFFICER(S) DIRECTOR(S)

DELETE:

HENRY BARAHONA
Vice-President

2600 N.W. 14th STREET # 2 MIAMI FL 33125

ADDED:

ANGELICA YAMILET BERMUDEZ
President 80% of Shares

1130 N.W. 108th STREET MIAMI FL 33168.

CHANGE:

MIGUEL ERNESTO BERMUDEZ
Vice-President 20% of Shares

1130 N.W. 108th STREET MIAMI FL 33168.

SECOND: The date of adoption of the amendment(s) was: JUNE 30, 2004.

THIRD: Adoption of amendment(s):

- [x] 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 group. 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 board of directors without shareholders action and shareholders action was not required.**
- [] The amendment(s) was /were adopted by incorporators without shareholders action and shareholders action was not required.**

Signed this 30th day of June, 2004.

Signature: Angelica Y Bermudez
(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 incorporator)

ANGELICA YAMULET BERMUDEZ

NAME _____
President/ Director _____
Title _____