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Account Name : EMPIRE CORPORATE KIT COMPANY
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DIVISION OF CORPORATIONS

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BASIC AMENDMENT

BENNY'S CAR COMPANY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

*Amend
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6/15/04*

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P.02

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BENNY'S CAR COMPANY, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The following ARTICLE X. is hereby added:

"ARTICLE X. The officers of this corporation shall be as follow:

- President - Ben Erhayel, 8725 Arlington Expressway, Jacksonville, FL 32211
- Vice President - Kelly Erhayel, 8725 Arlington Expressway, Jacksonville, FL 32211
- Secretary - Kelly Erhayel, 8725 Arlington Expressway, Jacksonville, FL 32211
- Treasurer - Ben Erhayel, 8725 Arlington Expressway, Jacksonville, FL 32211

The stockholders may change the officers from time to time without further amendment to the Articles of Incorporation ."

- 2. The date of the amendment's adoption is June 11, 2004.
- 3. Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 11th day of June, 2004.


BEN ERHAYEL, President

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