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JAMES KARL & ASSOCIATES, P.A.
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By First Class Mail

October 20, 2004

Department of State
Corporate Division - Amendment Section
409 East Gaines St.
P.O. Box 6327
Tallahassee, FL 32399

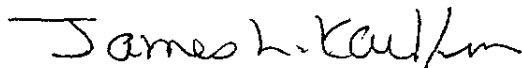
Re: Articles of Amendment to the Articles of Incorporation of
Merit Truck Stop, Inc.

To the Secretary of State:

We have enclosed for filing the original and one copy of the Articles of Amendment to the Articles of Incorporation for the above referenced corporation together with the filing fee of \$35.00. Could you please acknowledge your receipt and filing of same by stamping the enclosed copy of the Articles of Amendment to the Articles of Incorporation and returning it to us.

As always, please call us if you have any questions or concerns. Thank you for your time and attention to this matter.

Very truly yours,



James L. Karl II, Esq.
For the firm

JLK/rm

Enclosures

cc: Client

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF
MERIT TRUCK STOP, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following amendment(s) to its Articles of Incorporation:

FIRST: The date of filing of the Articles of Incorporation was April 22, 2004.


SECOND: The following amendments to the Articles of Incorporation were adopted by the shareholders of the corporation on September 9, 2004:

- a. Effective September 9, 2004, the new name of this Florida profit corporation is: Labelle Merit Truck Stop, Inc.
- b. Effective September 9, 2004, Article VII of the Articles of Incorporation is amended as follows:
The President, Vice President, Secretary and Treasurer of the corporation is Mustafa Kilinc whose mailing address is 1830 SR 29S, Labelle, Florida 33935.

THREE: The amendments were approved by the shareholders. The number of votes cast for the amendments by the shareholders was sufficient for approval.

FOUR: All other articles and provisions remain unchanged.

Signed this 8 day of October, 2004.



Mustafa Kilinc, as President of
Merit Truck Stop, Inc.