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**BASIC AMENDMENT**

**UNITED CLUTCH AND BRAKE SERVICE, INC.**

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T. BROWN - MAY 19 2005

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ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
UNITED CLUTCH and BRAKE SERVICE, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

At a special meeting of Shareholders of the Corporation held on May 16<sup>th</sup>, 2005, the following changes were approved by 100% of the Shareholders:

NEW OFFICERS ELECTED:

Luis Castellano, PRESIDENT  
Ricardo Ximeno, VICE PRESIDENT  
Beatriz Ximeno, SECRETARY AND TREASURER

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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:

N/A

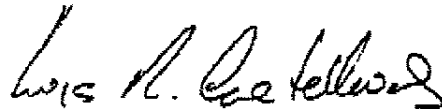
THIRD: The date of each amendment's adoption is May 16<sup>th</sup>, 2005.

FOURTH: Adoption of Amendment(s):

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

Signed this 16<sup>th</sup> day of May, 2005.

By:



Luis Castellano, PRESIDENT

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