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TRANSMITTAL LETTER

TO: Amendment Section Division of Corporations

SUBJECT: AUTOMOTORA SUDAMERICANA USA, CORP.

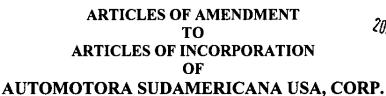
DOCUMENT NUMBER: <u>P06000085687</u>

Enclosed please find the check no. 1180 for \$35.00 and also the Articles of Amendment for Automotora Sudamericana USA, Corp.

Please return all correspondence concerning this matter to the following:

Melendez Vega, LLC 10511 N Kendall Dr Suite C-203 Miami, FL 33176 melendezvegallc@bellsouth.net 305-388-4477

For further information concerning this matter, please call: Michael Melendez at 305-388-4477





PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUES THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENTS ADOPTED:

ARTICLE VII OFFICER / DIRECTOR

THIS CORPORATION SHALL HAVE A MINIMUM OF ONE DIRECTOR. THE NUMBERS OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS. THE NAME OF DIRECTORS IS AS FOLLOWS:

LUIS F. CANEDO

PRESIDENT

SECOND: THE DATE OF EACH AMENDMENT'S ADOPTION IS DECEMBER 05, 2006

THIRD: ADOPTION OF AMENDMENT (S) (CHECK ONE)

- () 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	

- (X) 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 05-DAY OF DECEMBER 2006

SIGNATURE _

(BY THE CHAIRMAN OR VICE CHAIRMAN OF THE BOARD OF DIRECTORS, PRESIDENT OR OTHER OFFICER IF ADOPTED BY ITS SHAREHOLDERS).

OR
(BY A DIRECTOR IF ADOPTED BY THE DIRECTORS)
OR
(BY AN INCORPORATOR IF ADOPTED BY THE INCORPORATORS)

<u>LUIS F. CANEDO</u> TYPED OR PRINTED NAME

PRESIDENT TITLE