

P08000079096

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

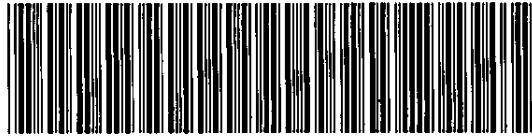
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

789
00523
671

Office Use Only



400155515974

05/06/09--01032--025 **35.00

FILED
09 JUN -5 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ann E. G/ser

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BRANDSMOTORS USA CORP.

DOCUMENT NUMBER: P08000079096

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JAMES CONROY

Name of Contact Person

Firm/ Company

9969 SW 118 CT.

Address

MIAMI, FL 33186

City/ State and Zip Code

jconroy@transwd.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JAMES CONROY

Name of Contact Person

at (786) 368-5209

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 14, 2009

JAMES CONROY
9969 SW 118 CT
MIAMI, FL 33186

SUBJECT: BRANDSMOTORS USA CORP.
Ref. Number: P08000079096

We have received your document for BRANDSMOTORS USA CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 909A00016475

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
BRANDSMOTORS USA CORP.

(A Florida corporation)

FILED
09 JUN -5 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes Section 607.1006, Brandsmotors USA Corp., a Florida corporation (the "Corporation") whose document number is P08000079096, hereby adopts the following amendments to its Articles of Incorporation (the "Articles"):

1. ARTICLE V of the Articles is hereby reworded in its entirety as follows:

The number of directors of this corporation shall not be less than one nor more than five.

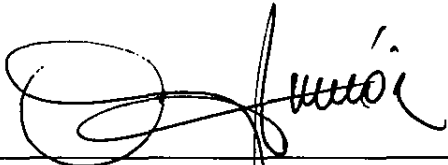
2. RESIGNATION OF OFFICER. By his signature below, ORLANDO PINTO hereby resigns as President, Treasurer and Officer of the Corporation.
3. RESIGNATION OF DIRECTOR. By his signature below, ORLANDO PINTO hereby resigns as a Director of the Corporation.
4. ELECTION OF DIRECTOR. The following shall serve as Director(s) of the Corporation:

<u>Name</u>	<u>Address</u>	<u>Title</u>
JAMES CONROY	9969 SW 118 Ct., Miami, FL 33186	Director

5. CHANGE OF REGISTERED AGENT. The Registered Agent of the Corporation hereby is changed to JAMES CONROY whose address is 9969 SW 118 Ct., Miami, FL 33186 and whose acceptance and signature is included below.

[SIGNATURES ON NEXT PAGE]

The undersigned certifies that the foregoing amendments were adopted by the Shareholders of the Corporation and the number of votes cast for the amendments was sufficient for approval.



5/5/09

Orlando Pinto, who by his signature hereby resigns as Director of the Corporation

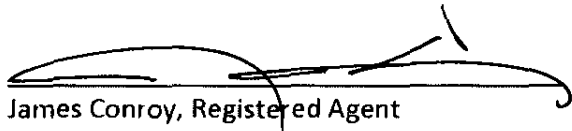


5/5/09

James Conroy, as Director for the Corporation

ACCEPTANCE OF REGISTERED AGENT DESIGNATION

I hereby accept the appointment as Registered Agent for Brandsmotors USA Corp., a Florida corporation. I am familiar with and accept the obligations of the position.



James Conroy, Registered Agent