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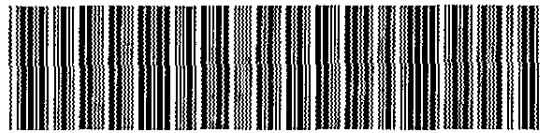
(Business Entity Name)

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5/5/04
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RECEIVED
04 MAY -5 AM 10:59
DIVISION OF CORPORATIONS
ALLAHASSEE, FLORIDA
FILED
04 MAY -5 PM 1:24
SECRETARY OF STATE

OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MERCEDES AUTO CENTER, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MERCEDES AUTO CENTER INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Amendment(s) adopted:

OFFICERS AND DIRECTORS

The names and addresses of the members of the board of directors and corporate officers shall be:

JUAN M. MESTAYER
65 NW 36TH STREET
MIAMI, FL 33127

PRESIDENT AND DIRECTOR

JONATHAN MESTAYER
65 NW 36TH STREET
MIAMI, FL 33127

SECRETARY, TREASURER AND
DIRECTOR

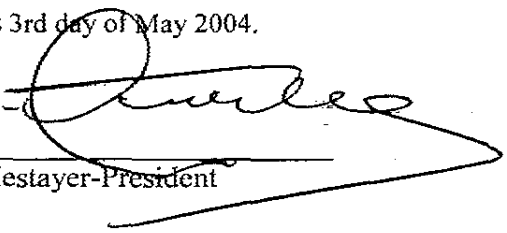
SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption is May 3, 2004

FOURTH: Adoption of the Amendment

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

Signed this 3rd day of May 2004.



Juan M Mestayer-President