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WITH THE COMPLIMENTS	Sally Seraj (Houston CT) asked me to send the directly to you	5
OF	SONFIELD & SONFIELD	
ROBERT L. SONFIELD, JR. MANAGING DIRECTOR	A Professional Corporation ATTORNEYS AT LAW	office Use Only
Please	all me as	nown):
soon as y	on got this -	
	Marko	
776 SOUTH POST OAK LANE BOUSTON, TEXAS 77056-1913 TELEPHONE (713) 877-8333 FACSIMILE (713) 877-1547 RSONFIELD@COMPUSERVE.COM	Danye/owles	200002704092 -12/07/9801003- *****35.00 ******
	713-877-8333	
		Certified Copy Certificate of Status
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Mail out NEW FIEINGS Profit	Will wait Photocopy Co	PILE SECRETARY OF TALLAHASSEE,
Mail out NEW FILINGS Profit NonProfit	Will wait Photocopy Co AMENDMENTS Amendment Resignation of R.A., Officer/ Director	FILED 98 DEC -4 PM : SECRETARY OF ST TALLAHASSEE, FLG
Mail out NEW FILINGS Profit NonProfit Limited Liability	Will wait Photocopy C AMENDMENTS Amendment Resignation of R.A., Officer/ Director Change of Registered Agent	FILED 98 DEC -4 PM : SECRETARY OF ST TALLAHASSEE, FLG
Mail out NEW FILINGS Profit NonProfit Limited Liability Domestication	Will wait Photocopy C AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal	FILED 98 DEC -4 PM : SECRETARY OF ST TALLAHASSEE, FLG
Mail out NEW FILINGS Profit NonProfit Limited Liability Domestication Other	Will wait Photocopy AMENDMENTS Amendment Resignation of R.A., Officer/ Director Change of Registered Agent Dissolution/Withdrawal Merger	FILED 98 DEC -4 PM : SECRETARY OF ST TALLAHASSEE, FLG
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Mail out NEW FILINGS Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report	Will wait Photocopy AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION	FILED 98 DEC -4 PM : SECRETARY OF ST TALLAHASSEE, FLG
Mail out NEW FILINGS Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign	FILED 98 DEC -4 PM : SECRETARY OF ST TALLAHASSEE, FLG

Examiner's Initials

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORTION

98 DEC -4 PH 3: 58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

BRAKES EXPRESS, INC.

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

FIRST: Amendment(s) adopted:

That Articles of Incorporation be and it hereby is amended to read as follows:

FIRST: The name of the Corporation is Old BE, Inc.

SECOND: The date of each amendment's adoption is August 11, 1998.

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

Signed this 13 day of August, 1998.

BRAKES EXPRESS, INC.

Name: EH BATTON

Title: PULSIDEN