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HINS AW E CUBERTSON

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MILWAUKEE, WISCONSIN

July 23, 1997

WRITER'S DIRECT DIAL

FILE NO.
732456

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attn.: Velma Shepard, Corporate Specialist

Re: Econo Auto Painting of Tampa Bay, Inc.
Ref. P94000052767
Letter Number: 097A00035605

97 JUL 31 PM 2:44
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dear Ms. Shepard:

Enclosed are the following documents:

- 1) copy of your correspondence dated July 10, 1997;
- 2) Articles of Amendment to Articles of Incorporation of Econo Auto Painting of Tampa Bay, Inc.;
- 3) Articles of Amendment to Articles of Incorporation of Econo Auto Painting of America, Inc.;
- 4) Articles of Merger of Florida Corporations into Econo Auto Painting of Tampa Bay, Inc.

The filing fee was previously forwarded. Please file these documents and return a copy of the filed Articles of Merger at your earliest convenience.

Very truly yours,


William S. Josey

VS AUG 4 1997

Amend

WSJ/dlg
Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF ECONO AUTO PAINTING OF AMERICA, INC.

FILED
JUN 31 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


These Articles of Amendment of the Articles of Incorporation of Econo Auto Painting of America, Inc.,

WITNESSETH:

The Articles of Incorporation of Econo Auto Painting of America, Inc. are hereby amended, pursuant to Section 607.1006, Florida Statutes, as follows:

1. Name of the Corporation: Econo Auto Painting of America, Inc.;
2. Text of Amendment: The aggregate number of authorized shares shall be increased from "100 shares" to "101 shares."
3. Date of Amendment's Adoption: June 30, 1997.
4. The Amendment was approved by 100% of the shareholders entitled to vote in connection with same, and said number of shareholders was sufficient for approval.

ECONO AUTO PAINTING OF AMERICA, INC.

By: 
Jody D. Damron, President