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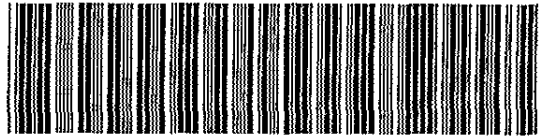
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KAREN SUGERMAN, ESQUIRE

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North Miami Beach, Florida 33162

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September 29, 2003

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment for 1) Miami Autoland, Inc. and 2) Affordable Cars, Inc.

Dear Sirs:

Enclosed please find Articles of Amendment to Articles of Incorporation of Miami Autoland, Inc. and Affordable Cars, Inc. together with check number 4111 in the amount of seventy dollars (\$70.00).

Thank you for your attention to this matter.

Very truly yours,


Karen Sugerman

KS:kp
Enclosures
cc: Clients

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MIAMI AUTOLAND, INC.**

Under the provisions of F.S. 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: DIMITRY AGRACHOV, whose address is 1402 N.W. 138 terrace, Pembroke Pines, Florida 33028 was elected as President and Director of the corporation

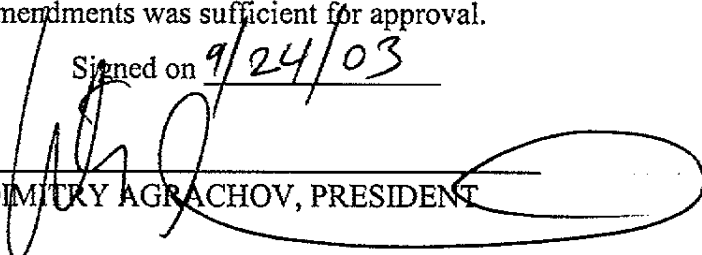
The date of the amendment's adoption: 9/24/03

SECOND: Amendment adopted: GREGORY AGRACHOV whose address is 3815 SW 167TH Avenue Miami, Florida 33168 was elected as Vice President and Director of the corporation

The date of the amendment's adoption: 9/24/03

The amendments were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

Signed on 9/24/03



DIMITRY AGRACHOV, PRESIDENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA