93000009763

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(((H97000005958 8)))

DIVISION OF CORPORATIONS TO:

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: WHEELS' R US SALE INC.

AUDIT NUMBER...... H97000005958 DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0 CERT. COPIES.....0

PAGES.....

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804/922-3709 04/11/97 14:05 Florida Department p1 /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 11, 1997

WHEELS-R-US, INC. 9725 1/2 FRONT BEACH RD PANAMA CITY BEACH, FL 32407

SUBJECT: WHEELS-R-US, INC.

REF: P93000009763

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

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 (904) 487-6908.

Steven Harris Corporate Specialist

FAX Aud. #: H97000005958 Letter Number: 097A00018401

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EMPIRE CORPORATE KIT

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10:05 AM

PUBLIC ACCESS SYSTEM BLECTRONIC FILING COVER SHEET

(((H97000005958 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: WHEELS' R US SALE INC.

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NUM CAPS Connect: 00:02:52



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 11, 1997

WHEELS-R-US, INC. 9725 1/2 FRONT BEACH RD PANAMA CITY BEACH, FL 32407

SUBJECT: WHEELS-R-US, INC. REF: P93000009763

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

The current name of the entity is as referenced above. Please correct your document accordingly.

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 (904) 487-6908.

Steven Harris Corporate Specialist

FAX Aud. #: H97000005958 Letter Number: 097A00018458

10:05 AM

PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

(((H97000005958 8)))

PO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: WHEELS' R US SALE INC.

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ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

ALLAHASSEE, FLORIC

OF

WHEELS-R-US, INC.

1-75000053

(present name)

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: (indicate article number(s) being amended, added or deleted)

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

WHEELS BY US SALES INC.

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:

PREPARED BY: MIRIUM FUNDORA
4011 SW 117 AVENUE
MIAMI, F1 3317S
305.559-8356

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EMPIRE CORPORATE KIT

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		(1)						
TH	IRD:	The date of each amendment's adoption: <u>Mugust 29-1995</u>						
FOURTH: Adoption of Amendment(a) (CHECK ONE)								
Ø	The an	nendment(s) was/were approved by the sharcholders. The number of votes cast for the idment(s) was/were sufficient for approval.						
0	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):							
"The number of votes cast for the amendment(s) was/were								
	sufficient for approval by							
	voting group							
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.							
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.							
	Sh	gred this day 8 of APRIL 19 97						
Signature # 5								
		(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders:						
		OR \						
(By a director if adopted by the directors)								
OR								
(By an incorporator if adopted by the incorporators)								
		DANNY GUTIERREZ						
PRESIDENT.								
		Title						

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