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TALLAHASSEE, FLORIDA

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amend

KAREN SUGERMAN, ESQUIRE

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April 20, 2005

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

Name of Corporation: Alliance Autoplaza, Inc.
Document Number P93000020299

Dear Madam or Sir:

The enclosed Articles of Amendment and fee are submitted for filing. Please return all correspondence concerning this matter to the undersigned attorney at the address indicated above.

Enclosed is check number 4726 in the amount of \$35.00 for filing.

Thank you for your attention to this matter.

Very truly yours,


Karen Sugerman

KS:rkp
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ALLIANCE AUTOPLAZA 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 1191 NW 138th Terrace, Pembroke Pines, Florida 33028 was elected as President and Director of the corporation

The date of the amendment's adoption: April 19, 2005.

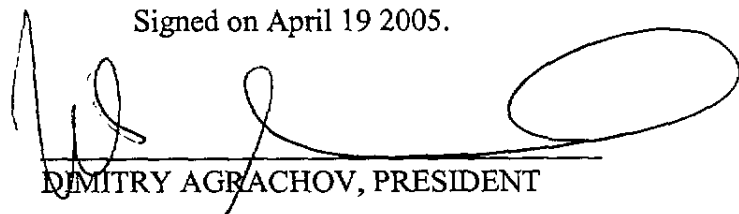
SECOND: Natalia Agrachov, whose address is 1191 NW 138th Terrace, Pembroke Pines, Florida 33028 was re- elected as Secretary of the Corporation

THIRD:

Adoption of Amendment:

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

Signed on April 19 2005.


DIMITRY AGRACHOV, PRESIDENT