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Wholesale - Retail - Leasing

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 18 PM 3:35

September 17, 2002

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Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Amendment to Articles of Incorporation
Motor Cars of South Florida, Inc.

To Whom It May Concern:

Attached please find the Amendment to the Articles of Incorporation of Motor Cars of South Florida, Inc. for filing with the Secretary of State.

Additionally enclosed please find a check for filing fees in the amount of \$35.00 made payable to the Department of State.

If you have any questions or comments please do not hesitate to contact me at your earliest possible opportunity.

Very truly yours,

Michelle Mathis

/mm

*gave authorization
to add Dir. for title
of person signing 9/3/02*

Amend

V SHEPARD SEP 30 2002

Showroom: 2600 S. Federal Highway, Delray Beach, FL 33483
2656 S. Federal Highway, Delray Beach, FL 33483-3245 • Office 561-279-8700 • Fax 561-279-8777



ASSOCIATED AUTOMOTIVE GROUP, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

of
Motor Cars of South Florida, Inc.

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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:

Through unanimous consent of the Board of Directors of Motor of South Florida, Inc. it has been decided that the following officers would be selected to serve as officers of the corporation.

President
David Jacoby

Vice President and Secretary
Michelle Mathis

Chief Financial Officer
Stacy Blankenship

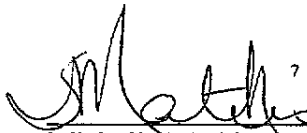
Vice President of Sales
Stephen Tenzer

It is further desired that the name of Reyna Zager be removed as secretary of the corporation.

This amendment was adopted on September 13, 2002.

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 17th day of September, 2002.


Michelle Mathis
Vice President and Secretary/Director