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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: PACIFIC AUTO SALES, INC.

AUDIT NUMBER.....H97000009145

DOC TYPE.....BASIC AMENDMENT

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PAGES..... 2

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
PACIFIC AUTO SALES, INC.
(Certificate # F95000001714)

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

AMENDMENT ADOPTED TO ARTICLE VII & VIII:

The names and street addresses of the Shareholders and Directors and the number of shares of stock are as follows:

NAME	ADDRESS	NO. OF SHARES
Emilio Zapata President, Treasurer	8735 S.W. 137th Av Miami, FL. 33183	50%
Nelson Raygada V.P., Secretary	8835 S.W. 134th Court Miami, FL 33186	50%


THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: March 3rd, 1997.

THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this 3rd day of March, 1997.

PACIFIC AUTO SALES, INC.

By


Emilio Zapata
President

PREPARED BY: SERGIO MASSA, ACCOUNTANT
BUSINESS AUTHORITY CORP.
8347 S.W. 40th ST.
MIAMI, FL 33155
TEL: (305) 220-3420

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