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WADDELL, READY, HAFF & PICKETT, P.A.

GLENN WADDELL
BILLY R. READY*
TULA MICHELE HAFF
C. ROBERT PICKETT**

* ALSO ADMITTED IN MISSISSIPPI
** ALSO ADMITTED IN MARYLAND & D.C.

ATTORNEYS AT LAW

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February 17, 1999

Secretary of State
Division of Corporations
POB 6327
Tallahassee, FL 32314

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-02/19/99--01038--015
*****35.00 *****35.00

Re: Name change for B&K Auto Crushing, Inc.
Our File No.: 10547

Dear Representative:

Enclosed you will find the original Articles of Amendment for B&K Auto Crushing, Inc., signed by both the President and Secretary changing the name of the corporation to Auburndale Auto Crushers, Inc., along with a check in the amount of \$35.00 to cover the filing fee.

Please file the Articles of Amendment and return a date stamped copy to our office in the enclosed stamped addressed envelope. If you have any questions, please feel free to call.

Very truly yours,

Tula Michele Haff HW
Tula Michele Haff

TMH/tlw
Enclosures
cc: Brian J. Gerstman
Bobby J. Gerstman

Signed in Mrs.
Haff's absence
to avoid delay.

N.C.
2-23-99
CC

ARTICLES OF AMENDMENT

The following provisions of the Articles of Incorporation of B & K AUTO CRUSHING INC., a Florida corporation, filed in Tallahassee, on July 5, 1995, be and they hereby are amended in the following particulars:

Article I be and it hereby is amended to read as follows:

"The name of this corporation is AUBURNDALE AUTO CRUSHERS, INC."

The foregoing amendments were adopted by all of the Stockholders and Directors of the corporation on the 28th day of January, 1999. The number of votes cast for the Amendment by the Shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 25th day of January, 1999.

AUBURNDALE CRUSHERS, INC. f/k/a
B & K AUTO CRUSHING INC.

By: Brian J. Gerstman
BRIAN J. GERSTMAN, President

By: Lonie B. Gerstman
LONIE B. GERSTMAN, Secretary

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared BRIAN J. GERSTMAN and LONIE B. GERSTMAN who are personally known to me or who produced Valid Florida DL as identification and known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of January, 1999.

Denise Card
NOTARY PUBLIC
Denise Card

My Commission Expires:

