

MICHAEL W. JOHNSON  
ATTORNEY AT LAW

307 NORTHWEST 3RD STREET  
OCALA, FLORIDA 34470

REPLY TO:  
P.O. Box 740067  
OCALA, FLORIDA 34474

May 8, 1997

TELEPHONE  
(352) 620-2913  
FAX (352) 620-2915

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-05/12/97--01146--004  
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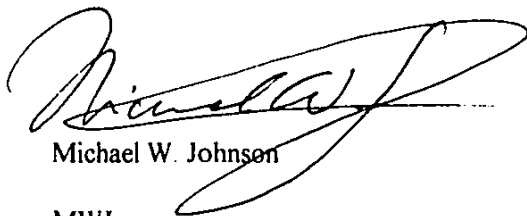
Office of the Secretary of State  
Division of Corporations  
409 East Gaines St.  
Tallahassee, FL 32301

RE: Articles of Amendment, Sportscar Specialists, Inc.

Enclosed please find the original and one copy of the articles of Amendment to the Articles of Incorporation of Sportscar Specialists, Inc. Also enclosed is a check in the amount of \$35.00 to cover the cost of recording the articles of amendment. Please date-stamp and return the enclosed copy of the amendment with your letter of acknowledgement.

Thank you for your assistance in this matter,

Sincerely,

  
Michael W. Johnson

MWJ:gc

FILED  
97 MAY 12 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amendment  
5/19/97  
DC

FILED  
97 MAY 12 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SPORTSCAR SPECIALIST, INC.

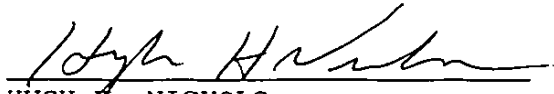
The following amendment to the Articles of Incorporation of SPORTSCAR SPECIALIST, INC., was adopted at special meeting of the incorporator:

2. The Officers of this corporation shall be:

President/Vice-President	- WINSTON COMEAUX
Secretary/Treasurer	3101 SW 34th Avenue
	Building 905-117
	Ocala, Florida 34474

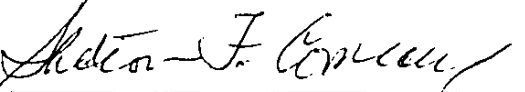
This amendment was adopted prior to the issuance of any shares of common stock and therefore, no shareholder approval was required.

DATED this the 5<sup>TH</sup> day of MAY, 1997.

  
HUGH H. NICHOLS  
Incorporator

STATE OF FLORIDA  
COUNTY OF MARION

Before me, the undersigned authority, personally appeared HUGH H. NICHOLS, Incorporator of SPORTSCAR SPECIALIST, INC., who is well known to me or who has produced FLORIDA DR. LICENSE, as proper identification, and who subscribed the above Articles of Amendment to Articles of Incorporation of SPORTSCAR SPECIALIST, INC., and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purposes therein mentioned and set forth.

  
Notary Public  
State of Florida at Large  
SHELTON F. COMEAUX

OFFICIAL NOTARY SEAL  
SHELTON F COMEAUX  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC426765  
MY COMMISSION EXP. DEC. 15, 1998