

JOHN MOXLEY, P. A.
ATTORNEY AT LAW
2320 NORTHEAST 2ND STREET, SUITE 4
OCALA, FLORIDA 34470

TELEPHONE (352) 732-6085
FAX (352) 732-1886

June 27, 1997

Secretary of State
Division of Corporations
P.O. Box 5588
Tallahassee, FL 32314

RE: *Express Brake International, Inc.*

900002226839--6
-06/30/97--01139--029
*****87.50 *****87.50

Dear Sir or Madam:

Enclosed please find an original and one copy of the *Articles of Amendment of Express Brake International, Inc.*, together with the supporting *Certificate of President*. We would appreciate your filing this *Amendment* and returning a *Certified copy* to our office. Our check in the sum of \$87.50 is enclosed to cover the following fees:

\$35.00	Amendment filing fee
<u>52.50</u>	Certified copy of Amendment
\$87.50	

Thank you in advance for your prompt consideration and assistance in this matter.

Very truly yours

John Moxley
John Moxley

JM/pep
Encs.

Minut
378
900002226839
6-27-97
\$ Cert Copy

**ARTICLES OF AMENDMENT
of
EXPRESS BRAKE INTERNATIONAL, INC.**

Pursuant to *Florida Statutes* §607.1003 and the procedure set forth therein, we, the undersigned Directors of Express Brake International, Inc., a Florida Corporation, represent the following:

I. The name of the Corporation is: **EXPRESS BRAKE INTERNATIONAL, INC.**

II. The corporate charter shall be amended by adding the following provision:

"The Corporation elects to have pre-emptive rights, as provided pursuant to *Florida Statutes* §607.0630 as it now exists or as the same may be amended from time to time."

III. That due notice was given to all Shareholders of the Corporation in accordance with *Florida Statutes* §607.0705, which notice also stated among other purposes, that the purpose of the meeting was to consider the above proposed amendment and the full text thereof was included in the notice.

IV. The above amendment was proposed by the Board of Directors.

V. That a quorum of Shareholders voting in person or by proxy was present for the meeting and by an eighty per cent (80%) majority vote, that was sufficient for approval, the amendment was adopted.

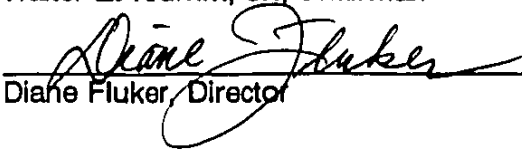
VI. That the Corporation had only one class of stock, namely: Common.

VII. The above amendment was adopted on June 18, 1997, at the Meeting of Shareholders called for the purpose of considering the amendment.

VIII. A copy of the Minutes and Resolution adopting the change, certified by the President and attested by the Secretary, is attached hereto as Exhibit "A".

Executed at Ocala, Marion County, Florida this 18th day of June, 1997.


Walter E. Krumm, Sr., Chairman


Diane Fluker, Director


Michael J. Rabinowitz, Director


Larry Lincoln, Director

CERTIFICATE OF PRESIDENT

I, Walter E. Krumm, Sr., President of Express Brake International, Inc., state, that The following Resolution was adopted on June 18, 1997, at a duly called and noticed meeting of the Shareholders of the Corporation:

BE IT RESOLVED that the Articles of Incorporation of Express Brake International, Inc., shall be amended to provide pre-emptive rights as follows:

"The Corporation elects to have pre-emptive rights as provided pursuant to Florida Statutes §607.0630, as it now exists or as the same may be amended from time to time."

I hereby certify that the above Minutes and Resolution was adopted by an eighty percent (80%) majority vote of the Shareholders of the Corporation, called for the purpose of considering the above amendment and that the same was approved by the Shareholders by an eighty percent (80%) majority vote.


WALTER E. KRUMM, Sr., President

corporate seal

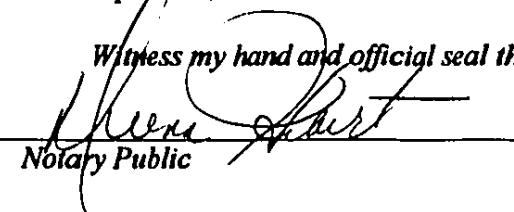
Attest:


Debbie Wiles, Secretary

STATE OF Florida
COUNTY OF Marion

BEFORE ME, the undersigned authority, personally appeared Walter E. Krumm, Sr., who is personally known to me and known to be the person described in and who executed the forgoing instrument as President of Express Brake International, Inc., and acknowledged to and before me that he executed the said instrument for the purposes therein expressed, but did not take an oath.

Witness my hand and official seal this 18th day of June, 1997.


Notary Public

My commission expires: _____



DEENA HEBERT
My Commission CC462662
Expires Apr. 12, 1999
Bonded by HAI
800-422-1588