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DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: AUTOBAHN GROUP, INC.

S

AUDIT NUMBER...... H97000018819

DOC TYPE.....BASIC AMENDMENT

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

AUTOBAHN GROUP, INC.



(PRESENT NAME)

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION:

FIRST: AMENDMENT(S) ADOPTED: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED):

IT IS ADOPTED THAT ARTICLE VII BE AMENDED TO ADD THE FOLLOWING INDIVIDUAL:

RONALD SCHWARTZER (VICE PRESIDENT)
500 3 ISLAND BLVD.
HALLANDALE BEACH, FL 33009

SECOND: IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOWS:

TORGE A. RODRIGUEZ, CPA. 7721 SW G2 Avenue # 201 S. Miami, FL 33143 (305) 663-2568

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IMIKD: THE DATE OF EACH AUGUSTATION TO ADOLATE THE DATE OF EACH AUGUSTAN
FOURTH: ADOPTION OF AMENDMENT(S) (CHECK ONE)
THE AMENDMENT(S) WAS /WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL.
THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.
THE FOLLOWING STATEMENT MUST BE SEPARATELY PROVIDED FOR EACH VOTING GROUP ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S):
"THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY (VOTING GROUP)
[] THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.
THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.
SIGNED THIS DAY OF Novoubon 1997
SIGNATORS CONTRACTORS OF THE BOARD OF DIRECTORS.
PRESIDENT OR OTHER OFFICER IF ADOPTED BY THE SPIANCHOLDERS
(BY A DIRECTOR IF ADOPTED BY THE DIRECTORS) OR (BY AN INCORPORATOR IF ADOPTED BY THE INCORPORATORS)
Lean Lape 2 IR TYPED OR PRINTED NAME
President Title
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