P970000 4775

Roy Cohen 3800 Galt Ocean Drive #-311 Ft. Lauderdale, FL 33308

Office Use Only

JMBER(S), (if known):

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NonProfit	Resignation of R.A., Office	er/ Director	
Limited Liability	Change of Registered Age		\wedge \
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OTHER FILINGS	REGISTRATION		1
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 30, 1997

LEDGENS MOTOR INC. 2400 A. WEST BROWARD BLVD. FT. LAUDERDALE, FL 33312

SUBJECT: CARS ON WHEELS, INC. Ref. Number: P97000004775

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please contact the undersigned before making corrections or returning your document to this office.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain Corporate Specialist

Letter Number: 697A00034263

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CARS ON WHEELS, INC

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)

Article II:

Principal Place of Business: New Address: 3800 Galt Ocean Drive, #-311, Ft. Lauderdale, FL 33308.

Article IV:

Delete Ofer Finkelman as Register Agent;
Add on Roy Cohen as Register Agent, with new address;
3800 Galt Ocean Drive, #311, Ft. Lauderdale, FL 33308.

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Article V:

Delete Ofer Finkelman as President, Secretary/Treasurer. Add on Roy Cohen as President, Secretary/Treasurer.

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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:

TAIRD:	The date of each amendment's adoption: June 19, 1997		
	: 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 incorporators without shareholder action and shareholder action was not required.		
Signature	Signed this		
	the shareholders)		
	OR		
	(By a director if adopted by the directors)		
OR			
	(By an incorporator if adopted by the incorporators)		
	OFER FINKELMAN		
	Typed or printed name		
	PRESIDENT		
	Title		



STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

To the Secretary of the State of Florida.

Pursuant to the statutes and laws of the State of Florida, the undersigned corporation, organized and existing under the laws of the State of Florida, submits the following statement for the purpose of changing its office or registered agent, or both, in the State of Florida.

FIRST: The name of the corporation is CARS ON WHELLS, INC.

SECOND: The address of its present registered office is 931 NE 4TH AVENUE, FT. LAUDERDALE, FL 33304.

THIRD: The address to which its registered office is to be changed is 3800 GALT OCEAN DRIVE, #311, FT. LAUDERDALE, FL 33308.

FOURTH: The name of its present registered agent is OFER FINKELMAN.

FIFTH: The name of its successor registered agent is ROY COHEN.

SIXTH: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its Board of Directors.

DATED: JUNE 19th, 1997

CARS ON WHELLS, INC.

SIGNATURE: When the side of vice President)
DATE: 06 - 19 - 97
SIGNATURE: (Registered Agent)
DATE: 06-19-97