

997000005368

LAW OFFICES OF  
**WEITZ & SCHWARTZ, P.A.**  
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July 14, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Nationwide Auto Fleet & Leasing, Inc.

600002240246--9  
-07/17/97--01040--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sirs:

Enclosed please find an original and one copy of an Amendment to Articles of Incorporation, which **changes the name of Nationwide Auto Fleet & Leasing, Inc. to Nationwide Automotive Group, Inc.** I also enclose my check payable to the Department of State in the sum of \$35.00, which represents the filing fee for same.

Upon filing of the enclosed Amendment to Articles of Incorporation, kindly mail a filed copy to the undersigned. I have enclosed an additional copy and a stamped, self-addressed envelope for your convenience in this regard.

Thank you for your cooperation in this matter.

Very truly yours,

WEITZ & SCHWARTZ, P.A.

Jeffrey L. Weitz

JLW/mk  
Enclosures

FILED  
97 JUL 17 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Due 7/21

NE Amend.

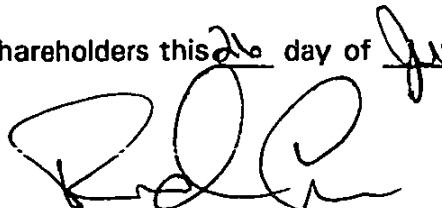
**AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
NATIONWIDE AUTO FLEET & LEASING, INC.**

FILED  
97 JUL 17 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, as all the directors and all the shareholders of NATIONWIDE AUTO FLEET & LEASING, INC., a Florida corporation, Charter No. P97-000005368, pursuant to Florida Statutes, Section 607.1003, hereby adopt the following Amendment to the Articles of Incorporation of NATIONWIDE AUTO FLEET & LEASING, INC..

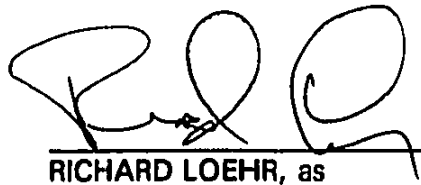
1. Article I is amended by changing the name of this corporation from NATIONWIDE AUTO FLEET & LEASING, INC. to NATIONWIDE AUTOMOTIVE GROUP, INC.

Adopted by the undersigned directors and shareholders this 26 day of June 1997.

  
RICHARD LOEHR,  
Sole Director and Shareholder

The undersigned officers of the corporation hereby approve and acknowledge the Amendment to Articles of Incorporation of NATIONWIDE AUTO FLEET & LEASING, INC..

DATED the 26 day of June, 1997.

  
RICHARD LOEHR, as  
President

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26 day of