



THE UNITED STATES
CORPORATION
COMPANY

P97000013571

ACCOUNT NO. : 072100000032

REFERENCE : 395871 8814A

AUTHORIZATION :

Patricia Piggott

COST LIMIT : \$ 35.00

ORDER DATE : May 16, 1997

ORDER TIME : 4:37 PM

ORDER NO. : 395871-005

900002182159--1

CUSTOMER NO: 8814A

CUSTOMER: Lawrence M. Fuchs, Esq
Fuchs & Jones
590 Royal Palm Beach Boulevard

Royal Palm Bch, FL 33411

DOMESTIC AMENDMENT FILING

NAME: L. ROEBUCK USED AUTO CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

AM 8/6 5/9

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAY 19 AM 10:06

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
L. ROEBUCK USED AUTO CORP.

97 MAY 19 AM 10:06
SECTION 607.1006
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation;

FIRST:

Amendment adopted: James W. Dobbert is removed as Director and as Vice President of the corporation.

Amendment adopted: Principal office of the corporation is changed to 604 River Road, Sebring, Florida 33572.

SECOND: No shares of the corporation are exchanged, reclassified or cancelled as a result of the amendments.

THIRD: The date of each amendment's adoption: may 6, 1997

FOURTH: The amendments were adopted by the Board of Directors without shareholder action and shareholder action was not required.

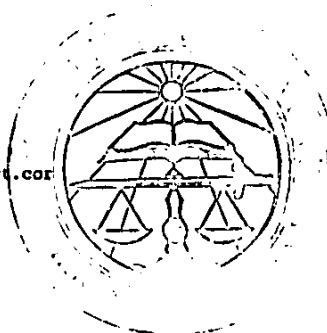
Signed this 6 day of may, 1997.

L. ROEBUCK USED AUTO CORP.

By: *Luis Raul Roebuck*
LUIS RAUL ROEBUCK, President

Affidavit: 3,548

BEFORE ME, the undersigned authority personally appeared LUIS RAUL ROEBUCK, known to me as the person who signed the above Amendment and acknowledged that he signed for the purposes stated therein, this 6 day of may, 1997.



E. Randolph
NOTARY PUBLIC
My commission expires:

CONSENT IN LIEU OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF
L. ROEBUCK USED AUTO CORP.

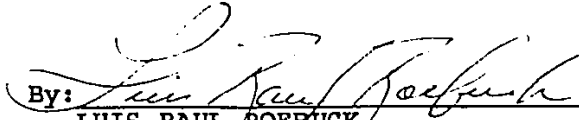
The undersigned, being all of the members of the Board of Directors of L. ROEBUCK USED AUTO CORP., a Florida corporation, do hereby consent and subscribe to the following acts and resolutions in lieu of holding a formal special meeting regarding the same, pursuant to the provisions of Section 607.134, Florida Statutes:

RESOLVED, that James W. Dobbert is removed as Director and as Vice President of the corporation, effective upon filing with the Secretary of State.

RESOLVED, that the Articles of Incorporation are hereby amended to correct the principal office of the corporation to: 604 River Road, Sebring, Florida 33572.

Signed this 6 day of may, 1997.

L. ROEBUCK USED AUTO CORP.

By: 
LUIS RAUL ROEBUCK
Director and President