

P97000066373

cpa

CHUCK MOGBO, P.A.

Certified Public Accountant

Suite 124

2331 North State Road 7

Lauderhill, Florida 33313

Tel (954) 739-4669

Fax (954) 739-0889

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

99 OCT 28 AM 9:23

FILED

October 27, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100003028501 8
-10/28/99-01079-011
*****43.75 *****43.75

Dear Sirs,

RE: GS AUTOMOTIVE - USA, INC.

Enclosed is a check for \$43.75 and Articles of Amendment to Articles of Incorporation. Please process this request accordingly. Upon completion, please return the Articles in the attached return Airborne Express envelope.

If you need additional information, please contact me at the above address or by telephone (954) 739-4669.

Amend
11-9-99
DMS

Respectfully Yours,

Chuck Mogbo, P.A.

Chuck Mogbo, P.A.

Encs.
CM/km

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

GS AUTOMOTIVE - USA, 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 VI - SEE ATTACHED
ARTICLE VIII - SEE ATTACHED
ARTICLE IX - SEE ATTACHED

FILED
99 OCT 28 AM 9:23
TALLAHASSEE, FLORIDA

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:

N/A

THIRD: The date of each amendment's adoption: 10/19/99

FOURTH: Adoption of Amendment(s) (CHECK ONE)

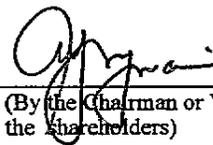
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 incorporators without shareholder action and shareholder action was not required.

Signed this 20TH day of OCTOBER, 1999

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CHRIS KWANGWARI

Typed or printed name

PRESIDENT/DIRECTOR

Title

ARTICLES OF AMENDMENT
OF
GS AUTOMOTIVE -USA, INC.

The undersigned director(s) for the purpose of amending a corporation under the Florida General Business Corporation Act, hereby adopt(s) the following Articles of Amendment.

ARTICLE VI

[DELETE]
1125 N.E. 9TH AVENUE
FT. LAUDERDALE, FL. 33304

[ADD]
835 DEERFIELD AVENUE
DEERFIELD BEACH, FL. 33441

ARTICLE VIII

DIRECTORS

[DELETE]
SANTO GIORDANO
1125 N.E. 9TH AVENUE
FT. LAUDERDALE, FL. 33304

VINCENT D'ANNA
1125 N.E. 9TH AVENUE
FT. LAUDERDALE, FL. 33304

[ADD]
CHRIS KWANGWARI
13811 S.W. 112TH AVENUE
MIAMI, FL. 33176

BATANAI DHLIWAYO
777 N.E. 62ND STREET
#C408
MIAMI, FL. 33138

TALLAHASSEE, FLORIDA
STATE

99 OCT 28 AM 9:23

FILED

OFFICERS

[DELETE]

SANTO GIORDANO/PRESIDENT
1125 N.E. 9TH AVENUE
FT. LAUDERDALE, FL. 33304

VINCENT D'ANNA/VICE PRESIDENT
1125 N.E. 9TH AVENUE
FT. LAUDERDALE, FL. 33304

[ADD]

CHRIS KWANGWARI/PRESIDENT
13811 S.W. 112TH AVENUE
MIAMI, FL. 33176

BATANAI DHLIWAYO/SECRETARY/TREASURER
777 N.E. 62ND STREET
#C408
MIAMI, FL. 33138

ARTICLE 1X

[DELETE]

TIMOTHY K. MAHON
2929 E. COMMERCIAL BLVD
PENTHOUSE "E"
FT. LAUDERDALE, FL. 33308

[ADD]

CHUCK MOGBO, P. A.
2331 N. STATE ROAD 7
SUITE 124
LAUDERHILL, FL. 33313

CERTIFICATE OF DESIGNATION
REGISTERED/AGENT REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is: GS AUTOMOTIVE – USA, INC.

2. The name and address of the registered agent and office is:

CHUCK MOGBO, P.A.
2331 N. STATE ROAD 7
SUITE 124
LAUDERHILL, FL 33313
TEL: (954) 739-4669

TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

99 OCT 28 AM 9:23

FILED

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____


CHUCK MOGBO, PRESIDENT

DATE: _____

10/20/99