THOMAS F. ICARD (1922-1985) JAMES-W. CULLIS (1927-1987)

JAMES E. AKER CHARLES J. BARTLETT PAUL D. BEITLICH* BRUCE P. CHAPNICKIT CHARLES N. CLELAND, JR. ERIN L. DAILEY MARK C. DUNGAN JULIE GINSBURG ELLER MICHAEL L. FOREMAN ANDREW K. FRITSCH MICHAEL J. FUREN ARTHUR D. GINSBURG® STEVEN R. GREENBERG™ F. THOMAS HOPKINS[®]
THOMAS F. ICARD, JR.^{®®} C. EUGENE JONES CHRISTOPHER G. JONES JASON A. LESSINGER DAVID M. LEVINTIT ROBERT G. LYONS*** WILLIAM W. MERRILL, III*, † ROBERT E. MESSICK**

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REPLY TO: P.O. BOX 4195 SARASOTA, FLORIDA 34230-4195

September 14, 1998

TROY H. MYERS, JR.
J. GEOFFREY PFLUGNER STEPHEN D. REES JOHN J. WASKOM

WILLIAM W. MERRILL (RETIREO) CURTIS J. TIMM (RETIRED)

*BOARD CERTIFIED MARITAL AND FAMILY LAWYER

BOARD CERTIFIED
REAL ESTATE LAWYER

*BOARD CERTIFIED CIVIL TRIAL LAWYER AND CERTIFIED MEDIATOR

ADDITIONAL JURISDICTIONS

*ADMITTED IN ILLINOIS 'ADMITTED IN U.S. VIRGIN ISLANDS 'ADMITTED IN MICHIGAN

TADMITTED IN WASHINGTON, D.C. TADMITTED IN OHIO TILLM, IN OCEAN AND COASTAL LAW

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

> Re: Articles of Amendment of 298, Inc.

400002640934— -09/16/98—01050—019 *****35.00 *****35.00

Dear Sir or Madam:

Enclosed for filing please find original Articles of Amendment to Articles of Incorporation of 298, Inc., a Florida Corporation. Also enclosed is our firm's check in the amount of \$35.00 to cover same. If you have any questions in this regard, please feel free to give us a call.

Very truly yours,

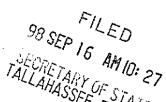
ICARD, MERRILL, CULLIS, TIMM, FUREN & GINSBURG, P.A.

Paula Moser

Secretary to Robert E. Messick

Enclosures F:\USERS\REM\VB-INVES\298\state.001 N/C SEP 221009

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF 298, INC.



Pursuant to the provisions of Sections 607.1006, Florida Statutes, this Florida corporation adopts the following Articles of Amendment to the Articles of Incorporation filed by the Corporation effective date December 3, 1997:

The following amendment to Article 1 of the Articles of Incorporation was adopted by the undersigned, as a director of the Corporation, on September \underline{l} , 1998, in the manner prescribed by Section 607.1006, Florida Statutes, and prior to issuance of shares in said Corporation:

ARTICLE 1. - NAME

The name of the Corporation shall be amended to be V.B. AUTOMOTIVE GROUP, INC.

The amendment was adopted by the directors without shareholder action and shareholder action was not required.

Dated: September ℓ , 1998

298, INC.

JOHN TOSCH, Director

STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared JOHN TOSCH, as a Director of 298, INC., who is to me well known to be the person described in and who subscribed the above Articles of Amendment to the Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same on behalf of the said corporation and for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at 707 S. Washington Boulevard, Sarasota, Florida, this 1st_day of September, 1998.

My Commission Expires:

Oct 13, 200

Notary Public

Typed Name: Judy S. Maeder

Ludy S. Maider

Commission No.: CC592989

F:\USERS\REM\VB-INVES\298\ARTICLES.AMD

