

Florida Department of State

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To:

Division of Corporations

Fax Number

: (850)205-0380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 : (305)634-3694 Phone Fax Number

: (305)633-9696

BASIC AMENDMENT

ACTION TIRE, CORP.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

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1 of 2

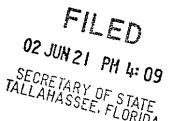
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ARTICLES OF AMENDMENT





TO

ARTICLES OF INCORPORATION

OF

ACTION TIRE, CORP.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation,

FIRST:

Amendment adopted: Exchange

Article VI Article X

Article VI

DIRECTORS

NAME

ADDRESS

Rostislaw Boratzuk

2925 E. 10 Ave

President-Secretary

Hialeah, FL 33013

Pedro J. Chiantera

2925 E. 10 Ave

Vice President-Treasurer Hialeah, FL 33013

Article X SUBSCRIBERS

NAME

ADDRESS

SHARES

Nevocar of America, Inc 10664 Fontainebleau Blvd

51%

Miami, FL 33172

Applied Mechanical

10664 Fontainebleau Blvd

49%

Technologies, Inc

Miami, FL 33172

PREPARED BY: ERNESTO HUERTAS, ACCOUNTANT E & V GREAT PROFESSIONAL, INC 6216 S.W. 8 ST MIAMI, FL 33144 TEL: (305) 265-1566

SECOND:

The date of each amendment's adoption June 21, 2002

THIRD:

Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment 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: "The number of votes cast for the amendment was/were sufficient for

- approval by. () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 21 day of June, 2002.

Signature

Boratzuk.