

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary 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  
Phone : (305) 634-3694  
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

**BASIC AMENDMENT**

**ACTION TIRE, CORP.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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| Page Count            | 03      |
| Estimated Charge      | \$35.00 |

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ARTICLES OF AMENDMENT

③

TO

ARTICLES OF INCORPORATION

OF

ACTION TIRE, CORP.

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TALLAHASSEE, FLORIDA

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<br>Miami, FL 33172 | 51%    |
| Applied Mechanical<br>Technologies, Inc | 10664 Fontainebleau Blvd<br>Miami, FL 33172 | 49%    |

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

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305 541 3770 P. 02/03

EMPIRE CORP

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**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

  
Rostislaw Boratzuk.  
President

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