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LAZARUS CORPORATE FILING SERVICE, INC.
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 MIAMI, FLORIDA (305)552-5973
 (City, State, Zip) (Phone #)
 LOCAL REPRESENTATIVE TALLAHASSEE

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 -01/22/98--01082--010
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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- GREEN VILLE AUTO SALE, INC. (Corporation Name) [Document #] *Amend*
- _____ (Corporation Name) [Document #]
- _____ (Corporation Name) [Document #]
- _____ (Corporation Name) [Document #]

- Walk in
 Pick up time *2.0*
 Certified Copy
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 Certificate of Status

RECEIVED
 98 JAN 22 PM 1:39
 FILED
 98 JAN 22 PM 1:17
 DIVISION OF CORPORATION
 TALLAHASSEE, FLORIDA
 SECRETARY OF STATE

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILNGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

98 JAN 22 PM 1:17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GREEN VILLE AUTO SALE, INC.

(present name)

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(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII: The new Board of Directors of the Corporation shall be: Jesus Moreta , as President, and the Post Office address will be 9605 N.W. 79 Avenue Bay #29. Hialeah Gardens, Fl. 33016.

ARTICLE VIII: The name of the subscriber and Post Office address will be as follow: JESUS MORETA, 9605 N.W. 79 Avenue Bay #29 Hialeah Gardens, Fl. 33016

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:

The shares of the Corporation will be for the President, JESUS MORETA IN THE TOTAL OF 100%.

THIRD: The date of each amendment's adoption: January 16, 1998

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):

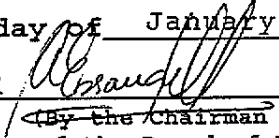
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

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 16 day of January, 19 98.

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)

ALAIN DESANGLES

Typed or printed name

VICEPRESIDENT

Title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

Date