

P98000003580

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-03/24/99--01072--004

*****35.00 *****35.00

OFFICE USE ONLY

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

1. AMERICAN MOTO PARTS, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certificate of Status

NEW FILINGS	
<input checked="" 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 FILINGS	
<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

FILED
99 MAR 25 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

3/25



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 24, 1999

LAZARUS

MIAMI, FL

SUBJECT: AMERICAN MOTO PARTS, INC.
Ref. Number: P98000003580

We have received your document for AMERICAN MOTO PARTS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate suffix must be added to the corporate name throughout the application.

The officer/director resignation forms are not needed. If you wish to file these documents please enclose an additional \$35.00 filing fee for each form. _

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors. _

The capacity of the person signing the document must be typed or printed beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 199A00014833

RECEIVED
99 MAR 25 AM 11:14

FILED
99 MAR 25 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION OF
AMERICAN MOTO PARTS, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned Corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

Articles V and VI of the Articles of Incorporation of American Moto Parts, Inc. are amended to read as follows:

ARTICLE V

BOARD OF DIRECTORS

The Corporation shall have one director. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws, but shall never be less than one (1).

The name and address of the director is:

NAME	ADDRESS
CARLOS GERARDO WIRTZ	COLOMBRES 1290 V- ADELINA SAN ISIDRO PCIA. DE BUENOS AIRES, ARGENTINA

ARTICLE VI

OFFICERS

The name of the officer of this corporation, who shall hold such office until his successor for such office shall has been duly elected and qualified, are:

PRESIDENT/VICE-PRESIDENT

CARLOS G. WIRTZ

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued share, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

ASSIGNMENT OF SHARES REPRESENTED BY ONE CERTIFICATE

I hereby, assign and transfer unto **CARLOS G. WIRTZ** 50% of the shares (5000 shares) of the capital stock of **AMERICAN MOTO PARTS, INC.**, a Corporation organized under the laws of the State of Florida, which I have acquired either by virtue of being Incorporate or one of the Incorporates of said Corporation, the Subscriber to the Articles of Incorporation or a Subscriber to the capital stock of the Corporation, represented by this Certificate, and do hereby irrevocably constitute and appoint Maria V. Ros, of Leal & Ros Accountants, to transfer the said stock on the books of the **AMERICAN MOTO PARTS** Corporation with full power of substitution in the premises.

The officers of **AMERICAN MOTO PARTS** Corporation are hereby authorized and directed to issue to **CARLOS G. WIRTZ** a certificate for the number of shares sold, assigned, and transferred to **CARLOS G. WIRTZ** as indicated above.

JUAN G. HAYD

04/02/99

DATE

Certificación en ^{ra} Notarial N°
Vicente Lopez.

DAA00511877

05/02/99

NOTARY

PABLO AUGUSTO VILLOLA
NOTARIO

THIRD: No majority change of ownership has occurred.

FOURTH: The date of each amendment's adoption: FEB 2, 1999

FIFTH: Adoption of Amendments

SIXTH: The amendments were adopted by the incorporates or board of directors without shareholder action and shareholder action was not required.

Signed this 2 day of FEBRUARY, 1999.

Signature

Print name

Title

CARLOS WIRTZ

Director