2/10/98



TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: FIRST UNION AUTO CENTER, INC.

AUDIT NUMBER.....H98000002731
DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 10, 1998

FIRST UNION AUTO CENTER, INC. 11601 SOUTHWEST 81ST TERRACE MIAMI, FL 33173

SUBJECT: FIRST UNION AUTO CENTER, INC.

REF: P98000007596

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

The date of adoption of each amendment must be included in the document.

Is Mahmuud Eslamifar going to be the only officer and/or directors?

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) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H98000002731 Letter Number: 198A00007664

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ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION

FIRST UNION AUTO CENTER, 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: ARTICLE I MAHMOOD ESLAMIFAR IS Elected the New President HANOCHER ESLAMIFAR VICE-PRESIDENT & SECRETARY

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:

THIRD: The date of each amendment's adoption: <u>Feb. 9</u> , 1998
FOURTH: Adoption of Amendment(s) (check one)
The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and the shareholder action was not required.
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
Signed this 9th day of February 1998 FIRST UNION AUTO CENTER INC.
FIRST UNION AUTO CENTERING.
By * Alahuman of Called
(chairman of vice-chairman of the board of directors, president or other officer if adopted by the share holders) (a director of incorporator if adopted by the directors or incorporators)
President (a director of incorporator is adopted by the directors of incorporators) President President
President

3899 NW 7TH STREET SUITE 203 MIAMI, FL 33126