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Hi-Tech Accounting Group

7270 N.W. 12th St., Suite 340 Miami, FL 33126-1928 Phone (305) 477-2234 Fax (305) 477-4177

OB JIL ZZ M 8: 30

July 20, 1998

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:

Please file the following documents:

- ♦ Articles of Amendment to Articles of Incorporation from:
 - ♦ Burgos Auto sales, Inc.
 - ♦ Quenepe Inversiones, Inc.

A check for \$70.00 is enclosed to cover the filing fees.

700002595177--E -07/22/98--01046--011 ******70.00 ******35.00

Cordially,

Manuel R. del Valle

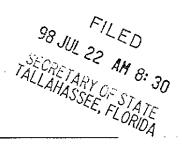
Mellalle

Accountant

JUL 2 4 1998

amend.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



BURGOS AUTO SALES, INC.

BURGOS AUTO SALES, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 VIII - INITIAL OFFICERS (ADDED)

The names and addresses of the officers are as follows:

PRESIDENT, TREASURER AND SECRETARY:

Rafael Burgos 50 S.W. 59th Ct. Miami, FL 33144

VICE PRESIDENT:

Maico Rodríguez 18780 So. Dixie Hwy. Miami, FL 33157

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: T	ne date of each amendment's adoption: July 8, 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
	Touris Broad
X	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.
Signature _	gned this 8th day of July , 19 98 . On 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)
	Rafael Burgos Typed or printed name
	Director and President