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KLEIN & KLEIN

Attorneys at Law
333 N.W. 3rd Avenue
Ocala, Florida 34475

Harvey R. Klein
H. Randolph Klein

Phone (904) 732-7750
Fax (904) 732-7754

February 20, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

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-02/23/98--01100--006
*****35.00 *****35.00

RE: 20/20 Motors, Inc.

Gentlemen:

Please file the enclosed Amendment to Articles of Incorporation and send the acknowledgement to me in care of this office. Enclosed is our check in the sum of \$35.00 representing your filing fees.

Thank you for your assistance.

Very truly yours,


H. RANDOLPH KLEIN

HRK/kp
enc.

FILED
98 FEB 23 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
ORG
2/25

AMENDMENT TO ARTICLES OF INCORPORATION

OF

20/20 MOTORS, INC.

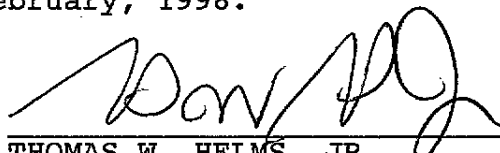
THOMAS W. HELMS, JR., President and Secretary of 20/20 MOTORS, INC., a Florida corporation, hereby certifies that at a meeting of the stockholders and officers of said corporation held on February 20, 1998, a motion was duly made, seconded and unanimously carried by all of the stockholders and officers of the corporation that Article I of the Articles of Incorporation be amended to read as follows:

I.

The name of the corporation shall be:

OCALA AUTO SHOW, INC.

IN WITNESS WHEREOF, the undersigned has executed this Amendment this 20 day of February, 1998.

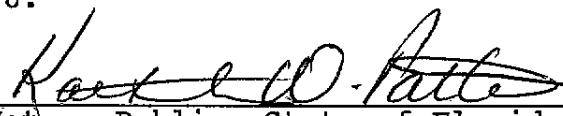

THOMAS W. HELMS, JR.
President and Secretary

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, a Notary Public this day personally appeared THOMAS W. HELMS, JR., who is personally known to me or produced as identification who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed this Amendment to Articles of Incorporation.

20 IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of February, 1998.




Notary Public, State of Florida
My commission expires:

FILED
98 FEB 23 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA