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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: MUNDO USED AUTO PARTS, INC.

AUDIT NUMBER...... H98000008486 DOC TYPE.....BASIC AMENDMENT

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PAGES.....

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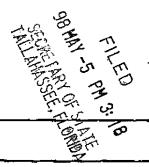
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H98000008486

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MUNDO USED AUTO PARTS, INC.

Pursuant to the provisions of section 607-1006, Florida Status 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).

AMENDMENT TO ARTICLE VI BOARD DIRECTORS

ADDED:

1 SANDRA PATRICIA MUNOZ	TREASURER	3360 SW 22 Miami Fla.	
2 CARLOS GARZON	V/PRES/SEC	3360 SW 22 Miami Fla.	
3 JOSE ARTURO GARZON	DIRECTOR	3360 SW 22	TERRA.
4 MARIA MARTINEZ	DIRECTOR	3360 SW 22 Miami Fla.	

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:

Jose R. Sosa. Acct. 570 E. 49 St. Hialeah. Fl 33013 (305)688.1714

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THIRD: The date of each amendment's adoption APRIL 30, 1998.

FOURTH:	Adoption of Amendment(s) (check one)
	The amendment(s) was/were approved by the shareholder The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholder through voting groups. The following statement mus be separetely provided for each voting group entitled to vote separetely on the amendment(s).
	The number of votes cast for the amendment(s) was/were.
	sufficient for approval by voting group
	Aofing dionb
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
x	The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.
	Signed this day 30th April 19 98
	Signature X (incorporator) (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 in -) corporator)
	GERSY PINZON
	Type or Printed Name.
	PRESIDENT Title
	μο Λοη ο Πορμ