

P98000031921

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Total Automotive Equipment,
Inc.

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

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TOTAL AUTOMOTIVE EQUIPMENT, INC.**

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

FIRST: Amendments adopted:

Article II shall be amended to read as follows:

The principal place of business and mailing address of the corporation is 710 1st Avenue S.W., Suite G, Largo, FL 33771.

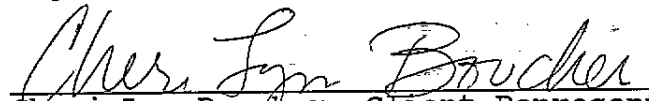
Article VI shall be amended to read as follows:

The name and address of the Board of Directors of the corporation is Todd L. Smith, 710 1st Avenue S.W., Suite G, Largo, FL 33771.

SECOND: The date of each amendment's adoption is April 8, 1998.

THIRD: The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9th day of April, 1998.


Cheri Lyn Boucher, Client Representative
for Capital Connection, Incorporator

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