CHUCK MOGBO, P.A.
Certified Public Accountant

Suite 124 2331 North State Road 7 Lauderhill, Florida 33313 Tel (305) 739-4669 Fax (305) 739-0889

July 9, 1999

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Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314

Dear Sirs,

RE: REGGAE BOYS AUTO SALES, INC.

Enclosed is a check for \$43.75 and Articles of Amendment to Articles of Incorporation. Please process this request accordingly.

If you need additional information, please contact me at the above address or by telephone (954) 739-4669.

Respectfully Yours,

Mogso, P.A.

Encs CM/km

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

REGGAE BOYS	AUTO SA	LES, INC.		
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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 I - SEE ATTACHED

ARTICLE II - SEE ATTACHED



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	he date of each amendment's adoption: 6/29/99					
		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					
		voting group					
	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.					
Signed this 29TH day of JUNE , 19 99 .							
- Signatur	re	tylinger					
(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 incorporators)							
DELROY W. CARTER							
Typed or printed name							

PRESIDENT/DIRECTOR

Title

ARTICLES OF AMENDMENT

OF

REGGAE BOYS AUTO SALES, INC.

The undersigned director(s) for the purpose of amending a corporation under the Florida General Business Corporation Act, hereby adopt(s) the following Articles of Amendment.

ARTICLE I - NAME

OLD NAME: REGGAE BOYS AUTO SALES, INC.

NEW NAME: TOYOTA CITY, INC.

ARTICLE 11 - PRINCIPAL OFFICE

[DELETE] 1614-A NW 38 AVENUE LAUDERDALE LAKES, FL. 33311

[ADD]
<u>BUSINESS ADDRESS</u>
3525 NW 19TH STREET
LAUDERDALE LAKES, FL. 33311

MAILING ADDRESS 1629 SW 81ST AVENUE SUITE 119 NORTH LAUDERDALE, FL. 33068