P98000049471

July 1,1998

To Whom It May Concern:

If there are any questions concerning the filing this amendment to these Articles of Incorporation, please feel free to contact Mr. James Strong at 904-761-7855.

The signature below authorizes you to act upon his direction in this matter.

Please mail the Amendment to the Articles of Incorporation to:

James Strong - Quality Financial Services

5560 S Nova Road

Daytona Beach FL 32127

000002595530--3
-07/22/98--01067--013
*****35.00 *****35.00

Thomas Jarrett President

FILED
98 AUG 12 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

AUG 1 2 1998

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 24, 1998

JAMES STRON
QUALITY FINANCIAL SERVICES
5560 S. NOVA ROAD
DAYTONA BEACH, FL 32127

SUBJECT: DAYTONA C.V. AXLES, INC.
Ref. Number: P98000049471

We have received your document for DAYTONA C.V. AXLES, INC. and check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 398A00039297

RECEIVED
98 AUG 12 AM 8:25
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Daytona C. V. Axles Inc.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to it's articles of incorporation.

FIRST: Amendment adopted: Article VI being amended to read as follows.

ARTICLE VI = DIRECTORS

The Corporation shall have no directors ; but shall be managed by the shareholders. All reference to Directors in the Articles of Incorporation shall be replaced by the term " shareholders".

SECOND: Amendment adopted: Article 12 being amended to read as follows.

REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent is Thomas Jarrett. Whose address is: 1168 Southwinds Dr. Port Orange FL 32119

THIRD: Adoption of amendment.

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval. A copy of voting results is attached.

Signed this 1st day of July, 1998.

Signature Thomas Jarrett

Thomas Jarrett - President

I AGREE TO BE THE REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA FOR DAYTONA C V AXLES INC.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR DAYTONA C V AXLES INC.

SIGNATURE Thomas Jarrett

REGISTERED AGENT: THOMAS JARRETT

MINUTES OF THE SPECIAL MEETING OF SHAREHOLDERS

OF

Daytona C V Axles Inc.

The special meeting of shareholders of the corporation was held at 5560 S Nova Road Daytona Beach FL 32127 on July 1, 1998 at 1:00 P.M.

The following shareholders were present: Thomas Jarrett being a majority of the shareholders and a quorum.

Thomas Jarrett was elected chairman of the meeting, and James Strong was elected secretary of the meeting.

The chairman then stated the meeting was called for the purpose of proposing that the corporation amend "Articles 6 and 12 of it's "Articles of Incorporation" to read:

ARTICLE 6 = DIRECTOR(S)

The Corporation shall have no directors ; but shall be managed by the shareholders. All reference to Directors in the Articles of Incorporation shall be replaced by the term " shareholders".

ARTICLE 12 = REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent is Thomas Jarrett.
Whose address is: 1168 Southwinds Dr Port Orange FL 32119

A vote was taken which showed __100___% shares in favor.

_____0___% shares opposed.

The chairman thereupon declared that the motion or action described had been duly approved.

There being no further business, upon motion, the meeting adjourned.

James Strong - Secretary