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X BOARD CERTIFIED REAL ESTATE LAWYER

PLEASE REPLY TO:

Hollywood

FILE NO.:

RIRSI-0017

September 8, 1998

Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: RITEWAY INSURANCE REPAIR SERVICE OF PALM BEACH, INC.

Dear Sir/Madam:

Enclosed is the original and one copy of Articles of Amendment for Riteway Insurance Repair Service of Palm Beach, Inc., together with a check in the amount of \$87.50, which represents the filing fee and certified copy.

Please immediately file the Articles of Amendment and return the certified copy to the undersigned.

If you have any questions, or need any additional information, please call me or my corporate assistant, Judy Hoodiman (Ext. 132).

Sincerely yours,

*Alan B. Cohn*  
Alan B. Cohn

ABC:jah321735  
Enclosures

FILED  
98 SEP 21 AM 7:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-09/21/98-01071-003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

*ADD*  
*9/29*

ARTICLES OF AMENDMENT  
ARTICLES OF INCORPORATION  
RITEWAY INSURANCE REPAIR SERVICE OF PALM BEACH, INC.

FILED  
98 SEP 21 AM 7:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The Articles of Incorporation are hereby amended as follows:

ARTICLE III


This Corporation is authorized to issue one hundred (100) shares of voting Common Stock having a par value of \$1.00 and one hundred (100) shares of non-voting Common Stock having a par value of \$1.00. Both classes of stock shall be equal in all aspects with the exception of voting rights. Each class of stock shall be considered equal as to liquidating dividends. The consideration received for issuance of said stock shall be as determined by the Board of Directors. After payment to the Corporation by cash, services actually performed, or tangible property for said shares, such shares shall be deemed to be fully paid and non-assessable.

2. This Amendment is adopted as of the 20 day of August, 1998.

3. The Amendment was approved by the Shareholders of the Corporation. The number of votes cast for the Amendment was sufficient for approval.

Signed this 20th day of August, 1998.

  
CELESTINO CHAVIANO, Shareholder  
and Director

  
GUS MARRERO, Shareholder  
and Director

**JOINT CORPORATE ACTION BY  
SHAREHOLDERS AND DIRECTORS OF  
RITEWAY INSURANCE REPAIR SERVICE OF PALM BEACH, INC.**

The Shareholders and Directors of RITEWAY INSURANCE REPAIR SERVICE OF PALM BEACH, INC., a corporation organized and existing under the laws of the State of Florida, do hereby agree, consent to, adopt and order the following Corporate Action:

1. The action contained herein shall be effective as of the 20 day of August, 1998.

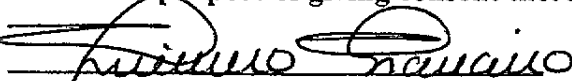
2. The Shareholders and Directors do hereby waive all formal requirements, including the necessity of holding a formal or informal meeting and any requirement that notice of such meeting be given.

3. The Shareholders and Directors do hereby unanimously adopt the following Resolution:

RESOLVED, that the Articles of Amendment to the corporation's Articles of Incorporation, a copy of which is attached hereto as Exhibit "A", is hereby ratified and approved.

FURTHER RESOLVED, that the Officers and Directors of the Corporation be and hereby are authorized and directed to take such further actions as may be necessary or appropriate in order to effectuate said Amendment.

IN WITNESS WHEREOF, the undersigned Shareholders and Directors have executed the foregoing Corporate Action for the purpose of giving consent thereto.



CELESTINO CHAVIANO, Shareholder and Director



GUS MARRERO, Shareholder and Director