

ACCOUNTING CENTER
for Small Business, Inc.

Evelyn Rivera, Accountant

Tax & Bookkeeping Services

P98000069652

October 13, 1998

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

100002664911-0
-10/15/98-01088-006
*****43.75 *****43.75

SUBJECT: **PALM AUTO SALES, INC.**

FILED
98 NOV -2 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed please find the original and one (1) copy of the Articles of Amendment to Articles of Incorporation for the above corporation and check in the amount of \$43.75 for filing fee and certified of status.

FROM: Accounting Center for Small Business, Inc.
Evelyn Rivera
5827 Dahlia Dr.
Orlando, FL 32807
Telephone 407-281-0227

VS NOV 5 1998

Amend





FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 21, 1998

ACCOUNTING CENTER FOR SMALL BUSINESS, INC.
EVELYN RIVERA
5827 DAHLIA DR.
ORLANDO, FL 32807

SUBJECT: PALM AUTO SALES, INC.
Ref. Number: P98000069652

We have received your document for PALM AUTO SALES, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 498A00052027

RECEIVED
98 NOV -2 AM 8:20
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PALM AUTO SALES, INC.

FILED
98 NOV -2 AM 8:4
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision 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:

The articles of incorporation for Palm Auto Sales, Inc., were filed on August 10, 1998 and assigned document number P98000069652.

1. The name and address of the new president of the corporation is:
Miguel Marcelo Nuñez
1810 Edinburgh ST.
Kissimmee, FL 34743
2. The name and address of the new resident agent and office is:
Miguel Marcelo Nuñez
1810 Edinburgh ST.
Kissimmee, FL 34743

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: The date of adoption of the amendment was: October 13, 1998

FOURTH: Adoption of Amendment

✓ The amendment was approved by the shareholders.
The number of votes cast for the amendment was sufficient for approval.

_____ The amendment was 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:

_____ The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

_____ The amendment was adopted by the incorporators without shareholders action and shareholder action was not required.

Signed this 13 day of October, 19 90.

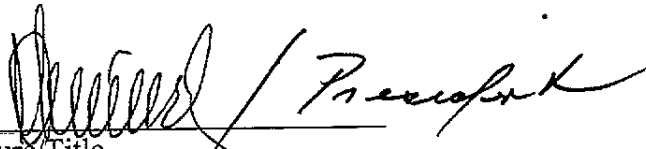
Signature _____

President

Miguel Marcelo Nunez

President

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 13 day of October, 1998.




Signature/Title

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared Miguel Marcelo Nuñez acknowledged that they executed the foregoing Articles of Amendment to Articles of Incorporation.

WITNESS my hand and official seal this 13 day of October, 1998.



Evelinda Rivera
Notary Public - State of Florida
COMM. # CC634483

My commission expires: March 30, 2001



Evelinda Rivera
My Commission CC634483
Expires March 30, 2001

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

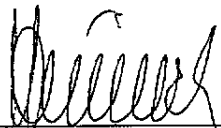
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1 - The name of the corporation is: ***PALM AUTO SALES, INC.***

2 - The name and address of the registered agent and office is:

Miguel Marcelo Nunez
1810 Edindurgh St.
Kissimmee, FL 34743

SIGNATURE _____


(CORPORATE OFFICER)

TITLE _____

President

DATE _____

10-29-98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____


(RESIDENT AGENT)

DATE _____

10-29-98