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October 6, 1998

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

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

Re: CHANGE OF ADDRESS
ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF
K & T AUTOMOTIVE, HILLSBOROUGH, INC.

Dear Sir or Madam:

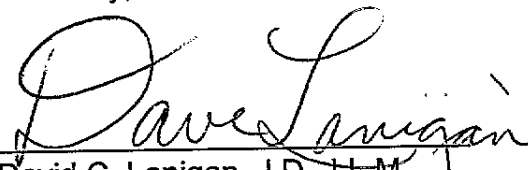
Enclosed for filing or depositing are the following documents:

1. The original and one copy of the Articles of Amendment of Articles of Incorporation of K & T Automotive, Hillsborough, Inc.; and
2. Check number 411 in the amount of \$35.00 to cover the cost of filing this document.

Please return the file stamped copy to me via regular mail. Thank you for your assistance.

Please do not hesitate to call me if you have any questions or comments.

Sincerely,


David C. Lanigan, J.D., LL.M.

Amend.
10-12-98
CC

FILED
98 OCT -9 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF**

K & T Automotive, Hillsborough, Inc.

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act (the "**Act**"), the undersigned corporation, K & T Automotive, Hillsborough, Inc., a Florida corporation (the "**Corporation**"), hereby adopts the following Articles of Amendment (this "**Amendment**").

1. **CORPORATE ADDRESS.** The current address of the Corporation has been and is 7308 West Hillsborough Ave Tampa, Florida 33634.

2. **AMENDMENTS ADOPTED.** This Amendment provides for the Corporation's change of address.

3. **TEXT OF AMENDMENT.**

Article I of the Articles of Incorporation, entitled "street address", is hereby deleted in its entirety and the following street address shall be substituted in for the street address in Article I:

ARTICLE I - CORPORATION'S NAME AND ADDRESS

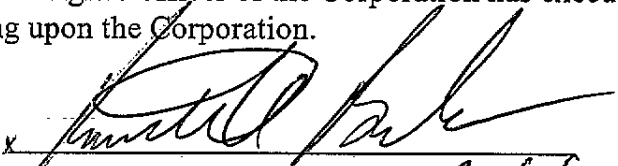
The street address of the principal office is 7308 West Hillsborough Ave Tampa, Florida 33634.

4. **Authorization of Amendments.** These Amendments were adopted on September 24, 1998, by the shareholders of the Corporation by a written consent in lieu of special meeting pursuant to Section 607.0704 of the Florida Business Corporation Act. The number of votes cast for the amendment by the shareholders was sufficient for approval.

5. **Effective Date.** The effective time and date of this Amendment shall be September 24, 1998.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed this Amendment to be effective and binding upon the Corporation.

Dated: September 24, 1998


Name: Kenneth Belcher
Title: Pres.