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November 10, 1999

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Florida Secretary of State
Attn: Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

700003051577--2
-11/22/99-01125-003
*****43.75 *****43.75

Re: Automotive Risk Management, Inc.

Dear Sir or Madam:

Enclosed please find original Articles of Amendment to Articles of Incorporation of the above referenced corporation. After filing the Articles of Amendment, please provide a certificate of status for this corporation. A check in the amount of \$43.75, (\$8.75 for the certificate of status and \$35.00 for the filing of the Articles of Amendment) and a self-addressed stamped envelope are enclosed.

Thank you for your prompt attention to this matter.

Very truly yours,

HOMER, BONNER & DELGADO, P.A.

BY:


Haas A. Hatic

HAH/spp
enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 22 AM 11:51

Amend
NFS 12-3-99

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF AUTOMOTIVE RISK MANAGEMENT, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 NOV 22 AM 11:51

Pursuant to the provisions of § 607.100~~b~~, Fla. Stat., the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment Adopted

ARTICLE V
CAPITAL STOCK

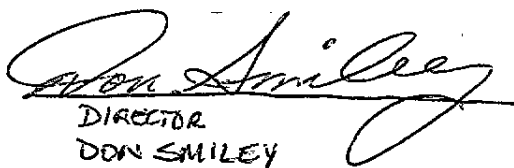
The number of shares of capital stock this Corporation is authorized to issue is 35,000,000 of common stock, with a *par* value of \$.001 per share.

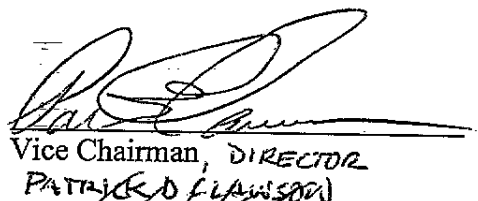
SECOND: The date of adoption of Amendment is 8 November 1999.

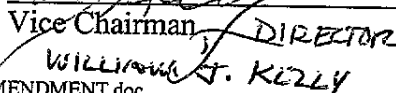
THIRD: the Board of Directors approved Adoption of the Amendment without shareholder action, which was not required.

Signed this 8th day of November 1999.

THE UNDERSIGNED majority members of the Board of Directors, for the purposes of Amending the Articles of Incorporation, do hereby make and file this Amendment to the Articles of Incorporation of Automotive Risk Management, Inc. hereby declaring and certifying that the facts stated herein are true and correct.


DIRECTOR
DON SMILEY


Vice Chairman, DIRECTOR
PATRICK D. LAWSON


Vice Chairman, DIRECTOR
WILLIAM J. KELLY