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*Also admitted in South Carolina
†Also admitted in Nebraska and Kansas

November 2, 1998

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

Re: Dealers Emergency Response Team, Inc.

700002679277--3
-11/03/98--01070--006
*****35.00 *****35.00

Dear Sir/Madam:

In connection with the above, please find for filing the Articles of Amendment to Articles of Incorporation of Dealers Emergency Response Team, Inc. Also enclosed is our check for \$35.00 to cover the cost.

Should you have any questions concerning the foregoing, please do not hesitate to contact me.

Sincerely,



Ronald L. Stetler

RLS/bs

Enclosure

c:\wpdocs\corp\dealer-st.ltr

FILED
98 NOV -3 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.
11-5-98
CC

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
DEALERS EMERGENCY RESPONSE TEAM, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned Florida corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Article I is hereby amended to read as follows:

ARTICLE I - CORPORATE NAME

The name of the corporation shall be Petro 21 Inc.

SECOND: The date of adoption of the amendment was October 30, 1998.

THIRD: The number of votes cast for the amendment was sufficient for approval by the single shareholder group .

PETRO 21 INC.

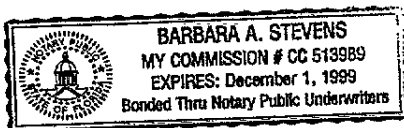

By: President

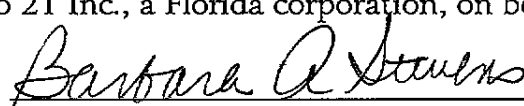
Wayne C. Ashley

10-30-98
Date

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 30th day of October, 1998, by Wayne C. Ashley, President of Petro 21 Inc., a Florida corporation, on behalf of the corporation.




Notary: Barbara A. Stevens

My Commission Expires: December 1, 1999

FILED
98 NOV -3 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA