

WILLIAM N. ASMA, P.A.

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407 656-5750

FAX: 407 656-0438

July 5, 2001

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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

RE: Millennium Classic Cars, Inc.

Dear Sirs:

Enclosed please find articles of amendment to Millennium Classic Cars, Inc. to change the name to **Southern Pride Classics, Inc.** I have enclosed a check in the amount of \$35.00 for the filing of the amendment. Please forward to my office a copy of the articles of amendment once filed. Thank you for your cooperation.

Sincerely,



William N. Asma

WNA/sm
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MILLENNIUM CLASSIC CARS, INC.

(Present name)

Pursuant to the provisions 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: (indicate article number(s) being amended, added or deleted)

Article I - Name

The name of this corporation is Southern Pride Classics, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment that are not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: July 1, 2001.

FOURTH: Adoption of Amendment(s) (Check One)

☒ [X] The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ [] The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each entitled to vote separately on the amendment(s):

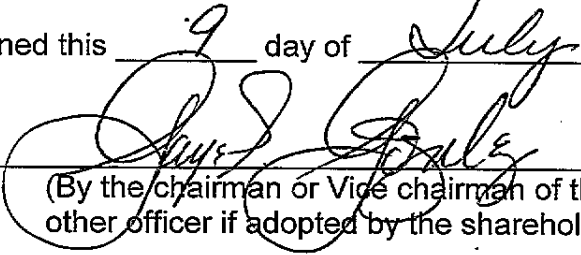
"The number of votes cast for the amendment(s) was/were sufficient for approval by

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TALLAHASSEE, FLORIDA

- [] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- [] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9 day of July, 2000.

Signature


(By the chairman or Vice chairman of the Board of Directors, President or other officer if adopted by the shareholders) Gaye P. Gonzalez

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Gaye P. Gonzalez
Type or printed name

President
Title

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