

P99000009524

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. AMERICAN PARTS DEPOT, INC. (Corporation Name) (Document #)
- 2. (Corporation Name) (Document #)
- 3. (Corporation Name) (Document #)
- 4. (Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

FILED
99 MAY 12 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

400002872424--9
-05/12/99--01053--002
*****35.00 *****35.00

Amend
5-12-99
DMS

Examiner's Initials

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

AMERICAN PARTS DEPOT, INC.
(Present name)

FILED
99 MAY 12 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts
The following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicated articles number(s) being amended, added
Or deleted)

ARTICLE VI: The new address of the corporation shall be:
11740 SW 190 TERRACE
MIAMI, FL 33177

ARTICLE VIII: DIRECTORS

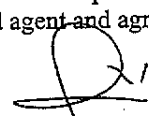
1. - (DELETE)	FRANCISCO ALMAGUER 15384 SW 169 LANE MIAMI, FL 33187	MARCOS CONCEPCION 14334 SW 96 TERRACE MIAMI, FL 33186
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2. - (ADD) To SALVADOR VILLEGAS the titles of:
PRESIDENT, SECRETARY and TREASURER

ARTICLE IX:
SALVADOR VILLEGAS shall hold the 100% of the shares of named
corporation.

ARTICLE XI: NEW REGISTERED AGENT
NEW NAME & ADDRESS:
SALVADOR VILLEGAS
17740 SW 190 TERRACE
MIAMI, FL 33177

Having been named as registered agent and to accept service of process for the stated corporation at the
place designated in this
Having been named as registered agent and to accept service of process for the stated corporation at the
place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in
this capacity.



SALVADOR VILLEGAS

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, is as follows:

THIRD: The date of each amendment's adoption: 03/20/99

FOURTH: Adoption of Amendment(s) (check one)

the amendment(s) was/were adopted by the incorporation without shareholder Action and shareholder action was not required.

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 approved by the shareholders. The number of votes Cast for the amendment(s) was/were sufficient for approval.

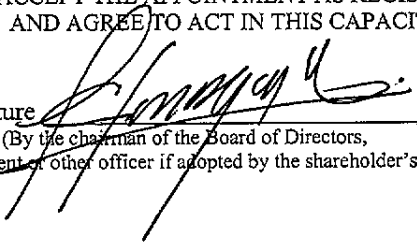
The amendment (s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each group entitled to vote separately on the amendment (s).]

The number of votes cast for the amendment (s) was/were sufficient for Approval by _____
(Voting group)

Signed this 27 day of APRIL, 1999

I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

Signature 
(By the chairman of the Board of Directors,
President or other officer if adopted by the shareholder's)

OR

(By a director if adopted by the directors)

OR

(By an incorporation if adopted by the incorporations)

FRANCISCO ALMAGUER
Typed or printed name

PRESIDENT/DIRECTOR/INCORPORATOR
Title