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Examiner's Initials

ARTICLES OF AMENDMENT

O3 SEP 12 PH 1: 46 SECRETARY OF STATE TALLAHASSEE, FLORIDA

TO ARTICLES OF INCORPORATION

OF

RAY'S EXPORT USED AUTO PARTS, INC.

(PRESENT NAME)

PURSUANT TO THE PROVISIONS OF SECTION 607,1006, FLORIDA STATUTES, THIS CORPORATION ADOPTSS FTHE FOLLOWING ARITCLES OF AMENDMENT TO ITS ARTICLE OF INCORPORATION:

FIRST:

AMENDMENT(S) ADOPTED: (INDICATE ARICLE NUMBER(S) BEING

AMENDED ADDED OR DELETED)

ARTICLES VI

WAS:

PRESIDENT

BELKIS SALAS

VICE-PRESIDENT SECRETARI **GUSTAVO PERDOMO**

IVAN SALAS

NOW:

PRESIDENT

BELKIS SALAS

VICE-PRESIDENT

IVAN SALAS

SECOND:

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICAATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR MPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOWS:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: 08/22/03

FOURTH: ADOPTION FO AMENDMENT(S) (CHECK ONE)

FOR APPROVAL BY_____

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 VOTING GROUP ENTILTLED TO VOTE SEPRATELY ON THE AMENDMENT(S)

"THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT

	(VOTING GROUP)
* WITH	
	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_22_DAY OF AUGUST 2003
	SIGNATURE TUNOUS
	(By the Chairman or Vice 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 incorporator if adopted by the incorporators
	GUSTAVO PERDOMO
	Typed or printed name
	VICE-PRESIDENT

Title