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LAW OFFICES OF

*Elio Vazquez*

CORAL WAY LAW CENTER  
6780 CORAL WAY  
(FIRST FLOOR)  
MIAMI, FLORIDA 33155

TELEPHONE (305) 444-5587  
(305) 261-4000  
(305) 829-2236 (24 Hrs.)  
FAX LINE (305) 669-2191

May 16, 2003

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

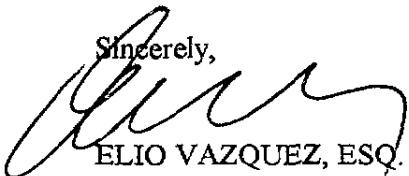
Re: Mercedes Autobahn, Inc.  
Articles of Incorporation

To Whom it May Concern:

Enclosed please find a Certified Copy of the Corporate Resolution along with the Articles of Amendment for the above-referenced corporation. I have also enclosed a check for \$ 35.00 dollars as payment thereon for the recording.

Should you have any questions regarding the enclosed, please do not hesitate to contact me.

Sincerely,



ELIO VAZQUEZ, ESQ.

EV/jo

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MERCEDES AUTOBAHN, INC.**

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

- FIRST:** Amendment(s) adopted:  
Article VI: amend to add the following as a Director: Pascual Castro  
Article XI: amend the principal office and mailing address of the Corporation to 7245 S.W. 42 Terrace, Miami, Florida 33155.
- 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, are as follows:  
  
Not applicable.
- THIRD:** The date of each amendment's adoption: April 25, 2003.
- FOURTH:** Adoption of Amendment(s) (check one)
- XX The amendment(s) was/were adopted by the incorporators or 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 voting group entitled to vote separately on the amendment(s).)*

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

10/1  
(voting group)

Signed this 16 day of May, 2003

MERCEDES AUTO BARN, INC.  
Corporation Name

By: [Signature]  
Chairman of Vice Chairman of the Board of  
Directors, President or other officer if adopted  
by the shareholders

(A director of incorporator if adopted by the directors or incorporators)

ELVIS CASTELLANO  
(Typed or Printed Name)

President, Director, Shareholder  
Title