

Habana Motors, Inc.

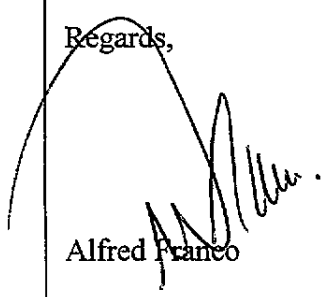
2065 E. 4 Avenue
Hialeah, Florida 33010
305-882-1922 tel
305-882-0703 fax
www.habanamotors.com

To Whom It May Concern:

Please find enclosed, an amendment of articles to be filed. Please contact me if you have any further questions.

Regards,

500002991315--4
-09/20/99--01105--012
*****35.00 *****35.00


Alfred Franco

P99000054063

FILED

99 SEP 20 PM 2:20

CLERK OF COURT
TALLAHASSEE, FLORIDA

Amend
9-24-99
BHS

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

Habana Motors, 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 5 - Officers

The officers of the Corporation shall be:

President:	Juan A. Franco
Secretary:	Alfred R. Franco
Treasurer:	Juan A. Franco

Whose addresses shall be the same as the principal office of the Corporation.

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:

THIRD: The date of each amendment's adoption: September 17, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

FILED
99 SEP 20 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

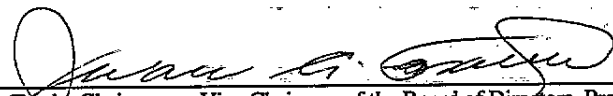
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

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

- ☐ 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 17 day of SEPTEMBER, 19 99.

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JUAN A. FRANCO

Typed or printed name

PRESIDENT

Title