Florida Department of State

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BASIC AMENDMENT

PFB, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF PEB. INC.

The following provisions of the Articles of Incorporation of PFB, Inc. a Florida corporation ("Corporation"), filed with the Department of State on August 16, 1999 (Document Number P99000072742) are hereby amended as follows:

ARTICLE I of the Articles of Incorporation is amended to read in its entirety as follows:

ARTICLE I. The name of the corporation is USA #1 AUTO SALES, INC.

The foregoing amendment was adopted by the Board of Directors of the Corporation pursuant to a written consent dated August 11, 2000, and pursuant to the applicable provisions of the Florida Business Corporation Act. No shares of stock have been issued; therefore, the number of votes cast for amendment to the Corporation's Articles of Incorporation was sufficient for approval.

This amendment will be effective upon filing with the Florida Secretary of State.

Dated this 11th day of August, 2000

Larry Courtney

(Print Name)

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