

799 0000 85157
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March 31, 2000

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

RE: Special Secondary Services, Inc.

TO WHOM IT MAY CONCERN:

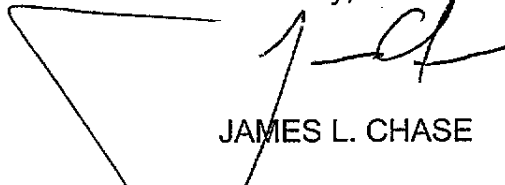
Enclosed herewith you will find the following documents:

1. Articles of Amendment of Special Secondary Services, Inc. This amendment was adopted by a unanimous vote of the shareholders on March 31, 2000.
2. Our firm check drawn to your order in the amount of \$35.00 for the filing of these Articles of Amendment.

Please file these Articles of Amendment in the appropriate corporate records for the State of Florida. After these Articles of Amendment have been filed, please send a copy of the filed Articles to me.

If you have any questions, please do not hesitate to contact me.

Sincerely,


JAMES L. CHASE

JLC/tbc
Enclos

Chase, Quinnell, McIver, Jackson & Marks, P.A.

**P.O. Box 13205
Pensacola, FL 32591**

FILED
00 APR - 6 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 4 '00
FLA

AMENDED
APR 6
4-13

ARTICLES OF AMENDMENT
OF
ASTRO IMPORTS OF FLORIDA, INC.

FILED
00 APR -6 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Astro Imports of Florida, Inc. are hereby amended as follows:

Article IX, paragraph 3 is amended to state as follows:

"3. The Board of Directors, by the affirmative vote of two-thirds (2/3) of the members of the entire Board of Directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise."

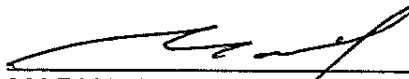
Article X is added thereto, and states as follows:

"1. The shareholders may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

2. The shareholders may adopt or amend a bylaw that fixes a greater quorum or voting requirement for the Board of Directors than is required by law."

This amendment was adopted by a unanimous vote of the shareholders on

March 31st, 2000.


MARK BONIFAY, President and Director


MARK BONIFAY, Secretary

STATE OF FLORIDA

COUNTY OF ESCAMPA

Before me, the undersigned authority, personally appeared MARK BONIFAY,
and acknowledged that he executed the foregoing for the uses and purposes therein set
forth on this 31st of March, 2000.


NOTARY PUBLIC

My Commission Expires: _____

My Commission No.: _____

