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S46280

Please Respond To Florida Office

February 28, 1997

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314
Att: Amendment Section

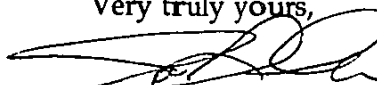
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*****35.00 *****35.00

RE: Dee Car Holdings, Inc.

Dear Sir or Madam:

Enclosed herewith please find a Certificate of Amendment to Articles of Incorporation of Dee Car Holdings, Inc. To change the name of the Corporation together with a check in the sum of \$35.00 to cover the filing fee.

Very truly yours,


LOUIS J. CARBONE

LJC/nlb

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED



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CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
DEE CAR HOLDINGS, INC.

DEE CAR HOLDINGS, INC., is a corporation formed under Chapter 607, Florida Statutes of the Florida Business Corporation Act of the State of Florida.

The undersigned, the President and the Secretary of DEE CAR HOLDINGS, INC. certify that, at a shareholders' meeting held on February 21, 1997 and which was called for the purpose of amending the Articles of Incorporation of DEE CAR HOLDINGS, INC. an appropriate majority of the holders of shares of each class entitled to vote approved and authorized the following amendment of Article I of the Articles of Incorporation of DEE CAR HOLDINGS, INC:

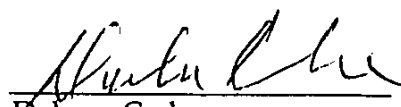
1. That the name of the Dee Car Holdings, Inc. a Florida corporation is hereby changed to DEESIRE, INC.

The undersigned have executed this Certificate of Amendment to Articles of Incorporation this 21st day of February, 1997.

DEE CAR HOLDINGS, INC.

By: 

Pat Carbone
President



Dolores Carbone
Secretary

(SEAL)

ACTED
AND
FILED
97 FEB 21 1997
SECRETARY OF STATE
TALLAHASSEE, FLORIDA