

**S73942**  
LAW OFFICES OF RAYMOND J. SKELTON

12164 S.W. 51ST COURT  
COOPER CITY, FLORIDA 33330  
Telephone: (954) 680-7884  
Telecopier: (954) 680-7883

3-10-99

Division of Incorporations  
P.O. Box 6327  
Tallahassee 32314

RE: American Automotive Security Products, Inc.  
Document #S73942

100002806941--E  
-03/15/99--01162--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

People:

Enclosed are the following documents to be filed with your office:

1. Articles of Amendment to Articles of Incorporation-one original & one copy;
2. Check Payable to the Secretary of State for \$35.00;

Please return the stamped articles to my office at the address listed above. Thank-you for your assistance. Certified copies of the Articles are not required.

Very truly yours,



Ray Skelton, CPA  
Attorney at Law

**FILED**  
99 MAR 30 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

S73942  
3P8  
BPP  
3-30-99  
awl



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 18, 1999

RAY SKELTON  
12164 S.W. 51ST COURT  
COOPER CITY, FL 33330

SUBJECT: AMERICAN AUTOMOTIVE SECURITY PRODUCTS, INC.  
Ref. Number: S73942

We have received your document for AMERICAN AUTOMOTIVE SECURITY PRODUCTS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

**(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.**

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

**(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.**

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 099A00013435

**LAW OFFICES OF RAYMOND J. SKELTON, P.A.**

12164 S.W. 51ST COURT  
COOPER CITY, FLORIDA 33330  
Telephone: (954) 680-7884  
Telecopier: (954) 680-7883

Florida Dept. Of State  
Division of Corporations  
Attn: Carol Mustain, Corp. Specialist  
P.O. Box 6327  
Tallahassee, Florida 32314

March 24, 1999

RE: American Automotive Security Products, Inc.  
Ref. # S73942

Dear Carol:

As per our phone conversation today, I am returning the amended articles of incorporation for the above which you had sent back to me. Please note that Article III contains the needed language to address your concern in the second paragraph of your March 18, 1999 letter to me. Article III essentially states that all the shareholders voted for the amendments contained in the Feb. 28, 1999 filing with your office. For additional clarity, you should note that only one voting group of shareholders was involved in voting for these amended articles.

Due to the above I request that you file the enclosed amendment as originally drafted. Please call me immediately if there is any further problem filing the enclosed articles of amendment.

Thank you!

Sincerely yours,



Ray Skelton, CPA, Esq.

FILED  
99 MAR 30 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Amendment to Articles of Incorporation of American Automotive Security Products, Inc.**

**ARTICLE ONE**

Pursuant to the provisions of §607.1006 of Florida Statutes, American Automotive Security Products, Inc. (which originally filed its articles on August 16, 1991 as document number S73942 with the Florida Department of State), adopts the following articles of amendment to its articles of incorporation on February 28<sup>th</sup>, 1999 with the amendments to be effective immediately on the date they are filed with the Florida department of State.

Article III of the original Articles of Incorporation is amended to read as follows:

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100,000 (one-hundred thousand) shares of common stock having a par value of one dollar per share.

Article VII is added to read as follows:

**ARTICLE VII. PREEMPTIVE RIGHTS**

This Corporation elects to have preemptive rights.

**ARTICLE TWO**

The number of shares of the corporation outstanding and entitled to vote at the time of such adoption was 500 (five hundred) shares.

**ARTICLE THREE**

The holders of all shares outstanding and entitled to vote have signed a consent in writing adopting these amendments.

**ARTICLE FOUR**

The manner in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

No changes shall be made to any shares that were issued prior to adoption of these amendments. No

**FILED**  
99 MAR 8 10 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

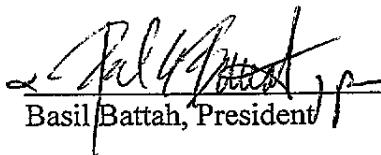
shares will be reclassified or canceled. New shares, however will be issued to current shareholders.

#### ARTICLE FIVE

The manner in which the change in stated capital is effected, and the amount of stated capital as changed, are as follows:

500 (five hundred) additional newly authorized shares shall be issued to the current shareholder raising stated capital from five hundred dollars (\$500.00) to one-thousand dollars (\$1000.00).

Signed this 28th day of February 1999;

  
Basil Battah, President