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January 15, 1998

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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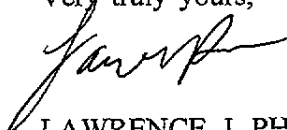
Re: Burkett Engineering & Fabrication, Inc.

Dear Sir:

Enclosed herewith please find original and one copy of Articles of Amendment to the above-referenced corporation. Also enclosed is our filing fee check in the amount of \$35.00.

Please return the copy to me with the date this Amendment was filed. A return envelope is enclosed for your convenience.

Very truly yours,



LAWRENCE J. PHALIN

LJP/dh
Encl.

cc: Ron Burkett

APPROVED
AND
FILED
98 JAN 20 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT

TO

BURKETT ENGINEERING & FABRICATION, INC.

Pursuant to Article 607.1001, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. Article I is amended to read as follows:

The name of this corporation is BURKETT RACING, INC.

2. The above amendment has been adopted by the board of directors of the Corporation and the shareholders entitled to vote thereon at a special meeting of the board of directors and shareholders held December 16, 1997, pursuant to Section 607.1003, as required by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 16th day of December, 1997.

BURKETT ENGINEERING & FABRICATION, INC.

By:

J. RONALD BURKETT, President

Elizabeth F. Amor
Connie M. Bays

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me on December 16, 1997, by J. RONALD BURKETT, as President of BURKETT ENGINEERING & FABRICATION, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced N/A (type of identification) as identification.

Marcia Swanson
Name: _____
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:

MARCIA A. STIVANSON
Notary Public - State of Florida
My Commission Expires Apr 14, 2000
Commission # CC 524496