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98 MAY 22 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 829099 5021572  
AUTHORIZATION : *Patricia Pyjunt*  
COST LIMIT : \$ 35.00

ORDER DATE : May 22, 1998

ORDER TIME : 9:41 AM

ORDER NO. : 829099-005

400002533414--1

CUSTOMER NO: 5021572

CUSTOMER: Ms. Jane Walker  
Grocock Loftis & Abramson  
Suite 200  
126 East Jefferson Street  
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: ATCO PARTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

*CC*

*S-22-98*

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
ATCO PARTS, INC.**

ATCO Parts, Inc., a Florida corporation hereby amends its Articles of Incorporation as follows:

Article V of the Articles of Incorporation is deleted in its entirety and is amended to read as follows:

**ARTICLE V - CAPITAL STOCK**

1. Authorized Shares. The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000,000 shares of common stock having a par value of \$.001 per share. The consideration to be paid for each share shall be fixed by the board of directors, and such consideration may consist of any tangible or intangible property or benefit to the corporation, with a value, in the judgment of the board of directors, deemed appropriate.

2. Split of Common Stock. Each share of common stock outstanding on the date hereof shall be split into 120 shares.

The foregoing Amendment was adopted on May 15, 1998, by written consent of the corporation's sole director and sole shareholder, which approval was sufficient for adoption of the Amendment.

Dated this 15<sup>th</sup> day of May, 1998.

ATCO Parts, Inc.

By:   
Alan Wexler, President

atco/corp/artamend

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