

ARTICLES OF AMENDMENT
OF
ATLAS AUTOMOTIVE, INC.
an Idaho Corporation

FILED

98 SEP 21 AM 10:33

SECRETARY OF STATE
IDAHO

The undersigned Directors, acting as Directors and under authority of the provisions of Title 30, Idaho Code, and as Directors of ATLAS AUTOMOTIVE, INC., an Idaho Corporation, hereby certify that a meeting was had, and a resolution was effected by the Board of Directors of the above named Corporation on the 17th day of September, 1998, which set forth a proposed amendment to the Articles of Incorporation of ATLAS AUTOMOTIVE, INC. Subsequent thereto, a special meeting of the Shareholders of ATLAS AUTOMOTIVE, INC., was held on the 17th day of September, 1998, and the Shareholders present at said meeting constituted all the Shareholders thereof.. The resolution of the Board of Directors for amendment of the Articles of Incorporation of ATLAS AUTOMOTIVE, INC, was presented to the Shareholders of said Corporation, and a vote of the Shareholders was taken at said meeting. The Shareholders voted unanimously in favor of amending the Articles of Incorporation of ATLAS AUTOMOTIVE, INC., (consisting of 2,000 shares all voted in favor thereof, which shares consisted of the entire outstanding issue of shares) to change the number of Directors to consist of ONE (1) Director or such other number as may established by the By-Laws of the Corporation. The undersigned further certify that the following was adopted by the Board of Directors of the Corporation, was passed by resolution of the Board of Directors of the Corporation and was unanimously voted in favor of by the Shareholders of the Corporation as being an Amendment to the Articles of Incorporation of ATLAS AUTOMOTIVE, INC., and as follows:

SEVENTH: The Board of Directors shall consist of ONE (1) Director or such other number as shall be established by the By-Laws of the Corporation. Any vacancies occurring in the office of the director, however occasioned, may be filled by a vote of the Shareholders, or by temporary appointment of the President of the Corporation to fulfill the seat of the board member until the next annual election of the board by the Shareholders.

IDAHO SECRETARY OF STATE

09/21/1998 09:00
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1-ARTICLES OF AMENDMENT

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The undersigned further state that except for the designated amendment of the Article Seventh of the Articles of Incorporation of ATLAS AUTOMOTIVE, INC., no other articles of the original Articles of Incorporation as amended in 1994 are changed or affected.

DATED this 17th day of September, 1998.


BEN RODRIGUEZ, PRESIDENT


RUTH RODRIGUEZ, SECRETARY

STATE OF IDAHO)

) ss.

County of Kootenai)

BEN RODRIGUEZ and RUTH RODRIGUEZ, being the President and Secretary, respectively, of ATLAS AUTOMOTIVE, INC., have read the foregoing, knows the contents thereof, and pursuant to a meetings of the Board of Directors and of the Shareholders of the Corporation held September 17, 1998, verily believes the same to be true and correct.


BEN RODRIGUEZ
President


RUTH RODRIGUEZ
Secretary

SUBSCRIBED AND SWORN TO before me this 17th day of September, 1998.




NOTARY PUBLIC FOR IDAHO

RESIDING AT: Post Falls

MY COMMISSION EXPIRES: 2/20/04