

Charter Number Only
A96000002057

11-5-96

Tucker, Damcorland + Menezian
Requestor's Name

7522 Wiles Road #207
Address

Coral Springs, Fl. 33067
City State Zip Phone

825-2888

VALIDATION ONLY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV -7 AM 11:02

CORPORATION(S) NAME

700002003107--S
-11/13/96--01131--003
***1785.00 ***1785.00

Maroone Chevrolet + Fort Lauderdale, Limited

700002003107--S
-11/13/96--01131--003
***1785.00 ***1785.00

Compliance Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out
- Pick Up

Name
Availability
Document
Examiners
Updater
Verifier
Acknowledgment
W.P. Verifier

G. TAX FILING 1750.00
 R. AGENT FEE 95.00
 C. COPY
 TOTAL 1785.00 *BK*
 N. BANK
 BALANCE DUE
 REFUND

11/7/96

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the general partners of MAROONE CHEVROLET FORT LAUDERDALE, LIMITED, a Florida Limited Partnership, certifies as follows:

The amount of capital contributions to date of the limited partners is \$500,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 500,000.00

Signed this 30 day of September, 1996.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

MAROONE ISUZU, INC.

By: *[Signature]*, G.P. - P.
General Partner

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 NOV -7 AM 11:02

Document Number Only

A96000002057

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone

CORPORATION(S) NAME

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 21 PM 11:59

Mayone Chevrolet Fort Lauderdale, Limited

200002158762--9
-04/29/97--01088--003
*****52.50 *****52.50

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Amendment
- Dissolution/Withdrawal
- Merger
- Mark
- Limited Partnership Cancellation
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Annual Report
- Reservation
- Photo Copies
- Other
- Change of R.A.
- Fictitious Name
- CUS
- Call When Ready
- Call if Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (1-89)

4/16/97

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

J. TAX _____
 FILING 52.50
 R. AGENT FEE _____
 C. COPY _____
 TOTAL 52.50
 J. BANK _____
 BALANCE DUE _____
 FUND _____

b/c

4/21/97

RECEIVED
 97 APR 16 AM 11:4
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

CANCELLATION
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MAROONE CHEVROLET FORT LAUDERDALE, LIMITED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 24 PM 1:59

Pursuant to the provisions of Section 620.113 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole general partner of Maroone Chevrolet Fort Lauderdale, Limited, a Florida limited partnership (the "Partnership"), does hereby make, duly execute and submit for filing with the Florida Secretary of State this Cancellation of Certificate of Limited Partnership.

1. The name of the limited partnership is Maroone Chevrolet Fort Lauderdale, Limited.
2. The date of filing of the Partnership's original Certificate of Limited Partnership was November 7, 1996, Document # A96000002057.
3. This Cancellation of Certificate of Limited Partnership is being filed in order to memorialize the dissolution and the completion of the winding up of the Partnership.
4. The Certificate of Limited Partnership shall be canceled effective as of the date of filing of this Cancellation of Certificate of Limited Partnership.
5. The sole General Partner hereby consents to the cancellation of the Certificate of Limited Partnership of Maroone Chevrolet Fort Lauderdale, Limited and hereby requests the Florida Secretary of State to cancel said Certificate of Limited Partnership.

IN WITNESS WHEREOF, the undersigned, being the sole general partner, has executed this Cancellation of Certificate of Limited Partnership on the 11th day of April, 1997.

MAROONE CHEVROLET FT.
LAUDERDALE, INC.
a Florida corporation, sole
General Partner

By: 

Name: Michael E. Maroone
Title: President

A96000002057

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone

200002158032-1-7
-04/29/97--01030--016
*****52.50 *****52.50

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 APR 21 PM 1:52

CORPORATION(S) NAME

Mason's Chevrolet Ford Landcruiser, Limited

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Call When Ready
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- Merger
- Mark
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- Other
- Change of F.A.
- Fictitious Name
- CUS
- After 4:30
- Pick Up

Name
Availability
Document Examiner
Uploader
Verifier
Acknowledgment
W.F. Verifier

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FILE STAMPED

4-24-97

File 15E

h/k 4/24/97

G. TAX	_____
FILING	_____
R. AGENT FEE	52.50
C. COPY	_____
TOTAL	52.50
N. BANK	_____
BALANCE DUE	_____
REFUND	_____

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MAROONE CHEVROLET FORT LAUDERDALE, LIMITED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 24 PM 1:52

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being the sole General Partner of Maroone Chevrolet Fort Lauderdale, Limited, does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

1. The name of the limited partnership is Maroone Chevrolet Fort Lauderdale, Limited.
2. The date of filing of the original Certificate of Limited Partnership was November 7, 1996 under Document #A9600002057.
3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect the withdrawal of the general partner and the admission of a new general partner as indicated below:

NEW GENERAL PARTNER

MAROONE CHEVROLET FT. LAUDERDALE, INC.
450 East Las Olas Boulevard
Ft. Lauderdale, Florida 33301

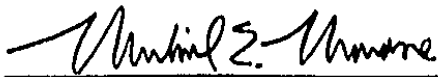
p9700002819

4. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.

IN WITNESS WHEREOF, the withdrawing general partner and the new general partner have executed this Certificate of Amendment to Certificate of Limited Partnership on the 9th day of April, 1997 for the purposes herein expressed.

WITHDRAWING GENERAL PARTNER:

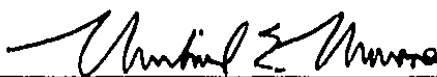
MAROONE ISUZU, INC.
a Florida corporation, general partner



MICHAEL E. MAROONE, President

NEW GENERAL PARTNER:

MAROONE CHEVROLET FT. LAUDERDALE, INC.
a Florida corporation, general partner



MICHAEL E. MAROONE, President

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
91 APR 24 PM 1:52