

2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M00000000149

Entity Name: AF MOTORS, L.L.C.

FILED
Mar 20, 2009
Secretary of State

Current Principal Place of Business:

4306 PABLO OAKS COURT
JACKSONVILLE, FL 32224

New Principal Place of Business:

2905 PREMIERE PARKWAY SUITE 300
DULUTH, GA 300975240

Current Mailing Address:

PO BOX 16469
JACKSONVILLE, FL 32245 646

New Mailing Address:

PO BOX 8479
GREENSBORO, NC 274198479

FEI Number: 59-3604214

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

NRAI SERVICES, INC.
2731 EXECUTIVE PARK DRIVE
SUITE 4
WESTON, FL 33331 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM () Delete
Name: ASBURY AUTOMOTIVE DE, LAND, LLC
Address: 4306 PABLO OAKS CT
City-St-Zip: JACKSONVILLE, FL 32224

Title: P () Delete
Name: CHARLIE, TOMM
Address: 4306 PABLO OAKS CT
City-St-Zip: JACKSONVILLE, FL 32224

Title: D () Delete
Name: NOBLE, NANCY
Address: 4306 PABLO OAKS CT
City-St-Zip: JACKSONVILLE, FL 32224

Title: S () Delete
Name: LINDA, MARLETTE
Address: 4306 PABLO OAKS CT
City-St-Zip: JACKSONVILLE, FL 32224

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

ADDITIONS/CHANGES:

Title: MGRM (X) Change () Addition
Name: ASBURY AUTOMOTIVE DE, LAND, LLC
Address: 2905 PREMIERE PARKWAY SUITE 300
City-St-Zip: DULUTH, GA 300975240

Title: PRES (X) Change () Addition
Name: KEARNEY, MICHAEL
Address: 3633C WEST WENDOVER AVE
City-St-Zip: GREENSBORO, NC 27407

Title: CFO (X) Change () Addition
Name: SHINE, JOSEPH
Address: 2905 PREMIERE PARKWAY SUITE 300
City-St-Zip: DULUTH, GA 300975240

Title: VP (X) Change () Addition
Name: MONAGHAN, CRAIG
Address: 2905 PREMIERE PARKWAY SUITE 300
City-St-Zip: DULUTH, GA 300975240

Title: AS () Change (X) Addition
Name: BURGESS, LYNNE
Address: 2905 PREMIERE PARKWAY SUITE 300
City-St-Zip: DULUTH, GA 300975240

Title: SEC () Change (X) Addition
Name: MACK, MAUREEN
Address: 3633C WEST WENDOVER AVE.
City-St-Zip: GREENSBORO, NC 27407

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: MAUREEN MACK

SEC

03/20/2009

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date

MO0000000149

3-20-09

AF Motors LLC

The below named individuals are Managers for AF Motors LLC:

Charles R. Oglesby – 2905 Premiere Parkway Suite 300 Duluth, GA 30097

Michael S. Kearney – 3633C W. Wendover Ave. Greensboro, NC 27407

Craig T. Monaghan – 2905 Premiere Parkway Suite 300 Duluth, GA 30097

Joseph E. Shine – 2905 Premiere Parkway Suite 300 Duluth, GA 30097

Elizabeth B. Chandler – 2905 Premiere Parkway Suite 300 Duluth, GA 30097

Matthew Mees – 2905 Premiere Parkway Suite 300 Duluth, GA 30097

Ryan T. Marsh – 2905 Premiere Parkway Suite 300 Duluth, GA 30097

Maureen Mack – 3633C W. Wendover Ave. Greensboro, NC 27407

Bryan C. Hanlon – 2905 Premiere Parkway Suite 300 Duluth, GA 30097