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Division of Corporations
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98 AUG 27 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Phillips Chrysler-Plymouth-Jeep-Eagle, Inc.

Gentlemen:

Enclosed for filing, please find an original and one copy of First Articles of Amendment of Phillips Chrysler-Plymouth-Jeep-Eagle, Inc. together with our check in the amount of \$35.00 representing the appropriate filing fee. Please date stamp the copy and return to our office in the enclosed is a stamped, self-addressed envelope.

If you have any questions, please contact the undersigned.

Very truly yours,

CAUTHEN & FELDMAN, P.A.

William H. Cauthen

WHC/se
Enclosure

- cc: Larry M. Phillips (w/o enclosure)
- Scott D. Allen (w/o enclosure)
- Greg Padgett, C.P.A. (w/o enclosure)

N.C.
9-1-98
CC

FIRST ARTICLES OF AMENDMENT
OF
PHILLIPS CHRYSLER-PLYMOUTH-JEEP-EAGLE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I of the Articles of Incorporation of PHILLIPS CHRYSLER-PLYMOUTH-JEEP-EAGLE, INC. is hereby amended in its entirety to read as follows:

ARTICLE I
Corporation Name

The name of this corporation shall be: PHILLIPS CHRYSLER-PLYMOUTH-JEEP, INC.

The foregoing amendment was adopted by the shareholders and directors of this Corporation on the 31st day of August, 1998, and the number of votes cast for the amendment by the shareholders and directors was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation have executed these Articles of Amendment effective the 31st day of August, 1998.

PHILLIPS CHRYSLER-PLYMOUTH-JEEP-EAGLE,
INC.

By: , Pres.
Scott D. Allen, President

ATTEST:


Larry M. Phillips, Secretary