Samuel L. LePrell

ATTORNEY AND COUNSELOR AT LAW

SAMUEL L. LEPRELL (904) 353-4433

October 29, 1997

Florida Department of State Division of Corporations Corporate Records P.O. Box 6327 Tallahassee, FL 32314

Regency Dodge, Inc. RE:

Dear Sir/Madam:

I am enclosing an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$35,00, representing the filing fee.

Please date stamp the enclosed copy of the Articles of Amendment as soon as it has bee filed and return it to my attention.

If you should have any questions, please do not hesitate to contact the undersigned

Sincerely,

Samuel L. LePrell

SLL:cdw Enclosures

> 901 BLACKSTONE BUILDING, 233 EAST BAY STREET JACKSONVILLE, FLORIDA 32202

(904) 353-3877 - FAX (904) 354-0660

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF REGENCY DODGE, INC.

Pursuant to the provisions of Section 607.1003 of the Florida Statutes, the undersigned President and Secretary of REGENCY DODGE, INC., a corporation existing under the laws of the State of Florida, do hereby certify:

- (a) The name of this corporation is REGENCY DODGE, INC.
- (b) The amendment adopted is an amendment to Article First of the Articles of Incorporation of this corporation. There is a mendment reads as follows:

"FIRST": The name of this corporation is:

(c) This amendment was adopted by unanimous consent of the Directors of this corporation and by all of the shareholders of this Corporation on the 6th day of October, 1997. The number of votes cast by the shareholders in favor of the amendment was sufficient for approval.

REGENCY DODGE, INC.

Зу:

John E. Caruso, President

ATTEST:

Ann R. Caruso, Secretary

(CORPORATE SEAL)

APPROVED

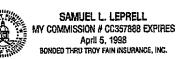
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JOHN E. CARUSO, as President of REGENCY DODGE, INC., to me and known by me to be the person who executed the foregoing Articles of Amendment, and he acknowledged before me that he executed those Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the place aforesaid, this $\frac{277}{1}$ day of October, 1997.

Notary Public--State of Florida Printed Name: My Commission Expires: My Commission Expires:



CERTIFICATE OF
ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
REGENCY DODGE, INC.

The undersigned, being the President and the Secretary of the corporation, hereby certifies that:

- 1. The name of the corporation is REGENCY DODGE, INC.
- 2. The corporation was formed pursuant to the filing of Articles of Incorporation in the office of the Secretary of State on the 1st day of April, 1970. Its Charter Number is 362039.
- 3. In accordance with Florida Statute Section 607.1003, the Shareholders and the Directors have approved the Amendment to the Articles of Incorporation as attached hereto and hereby made a part of this Amendment.

IN WITNESS WHEREOF, the parties hereto have affixed their hands this $6 \, \text{H}_{2}$ day of October, 1997.

REGENCY DODGE, INC.

BY:

John E. Caruso, President

Jo Ann R. Caruso, Secretary

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared JOHN E. CARUSO, as President and JO ANN R. CARUSO, as Secretary of REGENCY DODGE, INC., to me well known and known by me to be the person who executed the above Certificate of Articles of Amendment on behalf of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the place aforesaid, this $\frac{2776}{1997}$ day of October, 1997.

Notary Public, State of Florida
Printed Name:
My Commission Expires:

SAMUEL L. LEPRELL MY COMMISSION # CC357888 EXPIRES April 5, 1998 BONDED THRU TROY FAIN INSURANCE, INC.

Approved:

John E. Caruso, Director and Stockholder

John Michael Caruso, Director and Stockholder

Jo Ann R. Caruso, Director

-4-