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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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@ 4.18.06

37837 Meridian Avenue, Suite 314
Dade City, FL 33525
(P.O. Box 2337, Dade City, FL 33526-2337)
Tax ID# 59-2985033

JAB&W

Johnson, Auvil, Brock & Wilson, P.A.
ATTORNEYS AT LAW

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Real Estate Fax: 352.567.0457
Toll Free: 888.828.7522
www.dadecitylaw.com

April 12, 2006

Via UPS Next Day Air Delivery

Secretary of State, State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Jarrett Ford of Plant City, Inc. (Plant City/General Representation)
Filing of Fourth Amendment to
Articles of Incorporation of Jarrett Ford of Plant City, Inc.
n/k/a Jarrett Scott Ford, Inc.

Dear Sir or Madam:

Enclosed are the following documents:

1. an **original** Fourth Amendment to the Articles of Incorporation of Jarrett Ford of Plant City, Inc. to effectuate the name change from Jarrett Ford of Plant City, Inc. to Jarrett-Scott Ford, Inc.; and
2. our firm's check in the amount of \$35.00, which represents the fee for such filing, pursuant to information received from Theresa at your office.

A self-addressed, stamped envelope is attached, if you should need it. If you should have any questions, please do not hesitate to call.

Very truly yours,

Johnson, Auvil, Brock & Wilson, P.A.

/sent in Mr. Brock's absence to avoid delay in mailing/

P. Hutchison Brock, II

PHB:jls
Enc.

cc: Brian D. Jarrett, President/Jarrett Ford of Plant City, Inc., c/o Jarrett-Gordon Ford of Winter Haven (w/enc.)
William R. Jarrett, Jr., Vice-President & Secretary/Jarrett Ford of Plant City, Inc., c/o Jarrett Ford, Inc.
(Haines City) (w/enc.)
James M. Scott, Vice-President/Jarrett Ford of Plant City, Inc. (w/enc.)
Wayne Bond, C.P.A./Dwight Darby & Company (w/enc.)
\\HJARRETT\Jarrett Plant City\General Representation\Florida Secretary of State.ltr02

FOURTH AMENDMENT TO ARTICLES OF INCORPORATION

OF

JARRETT FORD OF PLANT CITY, INC.

FILED
05 APR 13 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, the Articles of Incorporation of Davis-Clark Ford, Inc. were filed with and approved by the Secretary of State of the State of Florida on the 20th day of September, 1971; and

WHEREAS, a Certificate of Amendment to the Articles of Incorporation of Davis-Clark Ford, Inc. (changing the corporate name to Wilson Davis Ford, Inc.) was filed with and approved by the Secretary of State of the State of Florida on the 12th day of July, 1976; and

WHEREAS, a Second Amendment to the Articles of Incorporation of Wilson Davis Ford, Inc. (changing the corporate name to Jarrett-Bodiford Ford, Inc.) was filed with and approved by the Secretary of State of the State of Florida on the 16th day of February, 1995; and

WHEREAS, a Third Amendment to the Articles of Incorporation of Jarrett-Bodiford Ford, Inc. (changing the corporate name to Jarrett Ford of Plant City, Inc.) was filed with and approved by the Secretary of State of the State of Florida on the 12th day of September, 2003; and

WHEREAS, it is the intention now of all of the Directors and all of the stockholders of **Jarrett Ford of Plant City, Inc.** that the Articles of Incorporation be again amended in accordance with the proposed Fourth Amendment hereinafter set forth; and

WHEREAS, the proposed Fourth Amendment was approved and adopted by all of the stockholders comprising the only voting group of stockholders of **Jarrett Ford of Plant City, Inc.**, pursuant to the provisions of Florida Statutes, Section 607.0704, on the 22nd day of March, 2006; and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed Fourth Amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of **Jarrett Ford of Plant City, Inc.** are hereby amended, by deleting in its entirety, the present Article I and by substituting therefor the following, to-wit:

ARTICLE I. – NAME

The name of this Corporation shall now be:

Jarrett-Scott Ford, Inc.

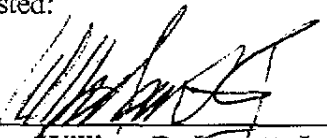
IN WITNESS WHEREOF, this Fourth Amendment to Articles of Incorporation is hereby executed on behalf of **Jarrett Ford of Plant City, Inc.** by its President, Vice-President/Secretary, and Vice-President on this 22nd day of March, 2006.

(Corporate Seal)

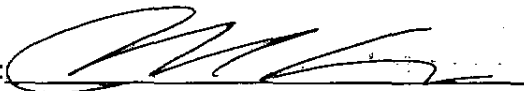
JARRETT FORD OF PLANT CITY, INC.

By: 
Brian D. Jarrett, President

Attested:

By: 
William R. Jarrett, Jr.,
Vice-President/Secretary

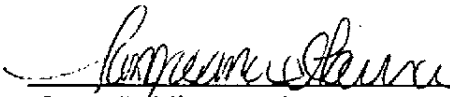
Attested:

By: 
James M. Scott,
Vice-President

STATE OF FLORIDA
COUNTY OF Hillsborough)

The foregoing instrument was acknowledged before me on this 22nd day of March, 2006, by **Brian D. Jarrett**, as President of **Jarrett Ford of Plant City, Inc.**, a Florida corporation, who is personally known to me.


(Notarial Seal)  SanJuana Ibarra
MY COMMISSION # DD139795 EXPIRES
August 20, 2006
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
Print Name: SanJuana Ibarra
My Commission No.: DD139795
My Commission Expires: August 20, 2006

STATE OF FLORIDA
COUNTY OF Hillsborough)

The foregoing instrument was acknowledged before me on this 22nd day of March, 2006, by **William R. Jarrett, Jr.**, as Vice-President/Secretary of **Jarrett Ford of Plant City, Inc.**, a Florida corporation, who is personally known to me.

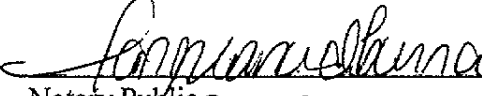
(Notarial Seal)  SanJuana Ibarra
MY COMMISSION # DD139795 EXPIRES
August 20, 2006
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
Print Name: SanJuana Ibarra
My Commission No.: DD139795
My Commission Expires: August 20, 2006

STATE OF FLORIDA
COUNTY OF Hillsborough)

The foregoing instrument was acknowledged before me on this 22nd day of March, 2006, by **James M. Scott**, as Vice-President of **Jarrett Ford of Plant City, Inc.**, a Florida corporation, who is personally known to me.

(Notarial Seal)  SanJuana Ibarra
MY COMMISSION # DD139795 EXPIRES
August 20, 2006
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
Print Name: SanJuana Ibarra
My Commission No.: DD139795
My Commission Expires: August 20, 2006