

419743
LAW OFFICE OF
GREGORY V. BEAUCHAMP, P.A.
107 EAST PARK AVENUE/P.O. BOX 1129
CHIEFLAND, FLORIDA 32644
352-493-1458

August 11, 1997

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Scoggins Chevrolet-Olds-Buick, Inc.

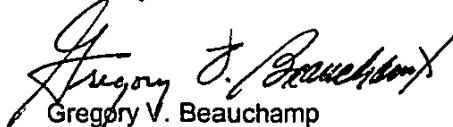
Dear Sir or Madam:

Enclosed please find an original and a copy of Articles of Amendment together with a copy of the Resolution attached. Please file the Articles of Amendment and provide me with a copy. My check in the amount of \$35.00 for the filing fee is enclosed.

Thank you for your prompt attention to this matter.

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-08/12/97--01022--006
*****35.00 *****35.00

Sincerely,


Gregory V. Beauchamp

GVB/kjh

Enclosure

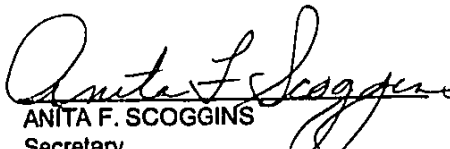
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8/28/97
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RESOLUTION

RESOLVED AS FOLLOWS:

1. At a meeting of the stockholders of SCOGGINS CHEVROLET OLDS-BUICK GEO, INC. it was unanimous vote of the stockholders to change the corporate name
2. That the name of the corporation be changed to that of SCOGGINS CHEVROLET OLDS-BUICK, INC.
3. That the President and Secretary be and they hereby are authorized and directed to execute Articles of Amendment of the Articles Of Incorporation and to have said instrument filed in the Office of the Secretary of State in Tallahassee, Florida.
4. That the Secretary of State be and she hereby is authorized to execute a Certificate Of Amendment of the Bylaws of this corporation evidencing the change of the corporate name as authorized hereby and to affix said Certificate to the Bylaws of this corporation.
5. That the President and Secretary be and they hereby are authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolutions.

DATED: July 31, 1997.


ANITA F. SCOGGINS
Secretary

Approved:


NORMAN M. SCOGGINS
President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 AUG 12 PM 1:07

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of SCOGGINS CHEVROLET-OLDS-BUICK GEO, INC., a Florida corporation, filed in Tallahassee on February 15, 1973, and amended on April 11, 1994, and on August 3, 1994, and they are hereby amended in the following particulars:

Article I be and it hereby is amended to read as follows:

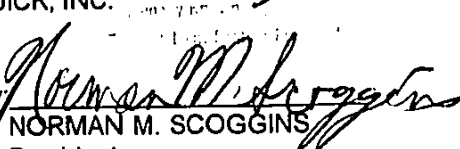
"The name of this corporation shall be: SCOGGINS CHEVROLET OLDS-BUICK, INC."

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 4th day of July, 1997.

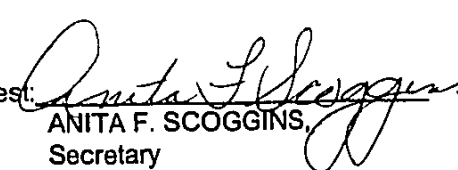
IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles Of Amendment this 31 day of July, 1997.

SCOGGINS CHEVROLET OLDS-BUICK, INC.

By


NORMAN M. SCOGGINS
President

Attest:


ANITA F. SCOGGINS,
Secretary

STATE OF FLORIDA
COUNTY OF LEVY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared NORMAN M. SCOGGINS and ANITA F. SCOGGINS, known to me to be the President and Secretary respectively, of SCOGGINS CHEVROLET OLDS-BUICK, INC., the corporation in whose name the foregoing instrument was executed, and that they severally acknowledged executing the same for such corporation, freely and voluntarily, under authority duly vested in them by said corporation, and that the seal affixed thereto is the true corporate seal of said corporation, that I relied upon the following form(s) of identification of the above-named person(s): () personally known or () produced identification. No oaths taken.

WITNESS my hand and official seal in the County and State last aforesaid this _____