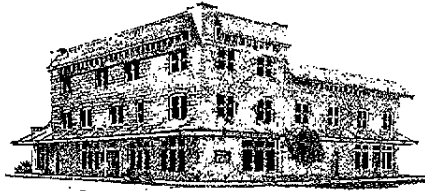


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HARRISON, HENDRICKSON & KIRKLAND, P.A.
ATTORNEYS AT LAW
1230 Manatee Avenue West
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THOMAS W. HARRISON
ROBERT W. HENDRICKSON, III
W. NELON KIRKLAND
STEPHEN G. PERRY



02 APR 9 PM 12:00
FILED
Please Reply to:
Post Office Box 400
Bradenton, Florida 34206-2400
Fax: (941) 746-9229
STATE
TALLAHASSEE, FLORIDA

April 4, 2002

Amended

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

000005206870--7
-04/09/02--01019--017
*****43.75 *****43.75

Re: Gradie Thornton Motors, Inc.

Gentlemen:

Enclosed herewith is our check in the amount of \$43.75 to file the enclosed Amendment to the Articles of Incorporation for the above referenced corporation.

Please forward one certified copy to the undersigned.

Very truly yours,

HARRISON, HENDRICKSON
& KIRKLAND, P.A.


George H. Harrison

GHH:bw
Enclosures

AOK

AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

GRADIE THORNTON MOTORS, INC.

FILED
02 APR -9 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned President and Secretary of GRADIE THORNTON MOTORS, INC., a corporation organized under the laws of the State of Florida, hereby certify:

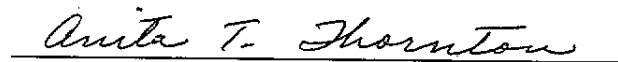
1. That the name of the corporation is GRADIE THORNTON MOTORS, INC.
2. The Articles of Incorporation of said corporation are hereby amended by deleting all words and figures contained in Article IV - Capital Stock and inserting the following in place and stead thereof:

"ARTICLE IV - CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation shall be two hundred (200) shares, which shall be common stock having no par value, all of which shall be fully paid and non-assessable."

3. In all other respects the Articles of Incorporation are ratified, reaffirmed and remain unchanged.
4. The above Amendment to the Articles of Incorporation of GRADIE THORNTON MOTORS, INC. were adopted by Unanimous Written Consent of the Board of Directors and Shareholders of GRADIE THORNTON MOTORS, INC. effective the 11th day of January, 2002.


GRADIE THORNTON
President


ANITA T. THORNTON
Secretary

STATE OF FLORIDA
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared GRADIE THORNTON and ANITA T. THORNTON, known to me to be the President and the Secretary respectively of GRADIE THORNTON MOTORS, 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, and that an oath was not taken. (Check one:)

☐ Said persons are personally known to me. ☐ Said persons provided the following type of identification: _____.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of January, A.D. 2002.



Angela L. McCoy
NOTARY PUBLIC

Printed Notary Signature
Commission No. _____

MY COMMISSION EXPIRES:

H:\b_weddie\BWF\FILES\THORNTON\AMEND ART OF INC FOR GRADIE THORNTON MOTORS 3-02.doc