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**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

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Amendment

1.) Kelly Lincoln - Mercury, Inc.

(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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N.C.

G. COULLETTE AUG 16 1999

SPECIAL INSTRUCTIONS

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PROFIT CORPORATION

SECTION I

1. Kelly Lincoln-Mercury, Inc.

Name of corporation as it appears on the records of the Department of State.

Pennsylvania

Incorporated under laws of

February 20, 1970

Date authorized to do business in Florida

SECTION II

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? May 6, 1999

Palm Bay Ford, Inc.

Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Signature _____

July 21, 1999
Date

Gregory W. Kelly
Typed or printed name

<u>President</u>	_____
Title	

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99 AUG 16 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

AUGUST 09, 1999

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

PALM BAY FORD, INC.

I, Kim Pizzingrilli, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Amendment.

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Kim Pizzingrilli

Secretary of the Commonwealth

CFEN

MAY 06 1963

Microfilm Number _____

Filed with the Department of State on _____

Entity Number 185616

Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION
(DSCB 15-1913 (Rev. 51))

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: Kelly Lincoln-Mercury, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) 522 Swede Street Norristown, PA 19401 Montgomery
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Business Corporation Law

4. The date of its incorporation is: 7-18-63

5. (Check, and if appropriate complete, one of the following):

☒ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

____ The amendment shall be effective on: _____ at _____ hour
Date

6. (Check one of the following):

____ The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (c).

____ The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

☒ The amendment adopted by the corporation, set forth in full, is as follows:

Paragraph 1 should read:
1) Palm Bay Ford, Inc.

____ The amendment adopted by the corporation as set forth in full in Exhibit A attached hereto and made a part hereof

15 Pa.C.S. § 1913
© 1963-1973 DSCB 15-1913

¹ Attorneys should verify the filing fee.

(Rel. 36-1)

9936-1615

DSCB:15-1915 (Rev 91)-2

8. (Check if the amendment restates the Articles):

☐ The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 26 day of March, 19 79.

KELLY LINCOLN-MERCURY, INC.
(Name of Corporation)

BY: [Signature]
(Signature)

TITLE Assistant Secretary

(Rel.36-4/98 Pub 241)

WRITTEN CONSENT OF THE SHAREHOLDERS
OF KELLY LINCOLN-MERCURY, INC. TO ADOPT
THE ARTICLES OF AMENDMENT

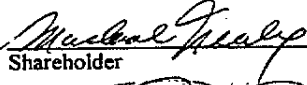
The undersigned, being all of the shareholders of Kelly Lincoln-Mercury, Inc., a Pennsylvania corporation, do hereby consent in writing to the adoption of the following resolutions in accordance with the bylaws of the corporation and the Business Corporation Law:

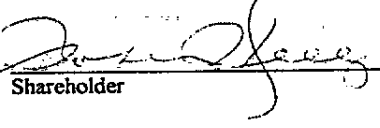
RESOLVED that the proposal of the Board of Directors of Kelly Lincoln-Mercury, Inc. to change the corporate name is hereby approved and adopted and that Paragraph 1 of the Articles of Incorporation be amended to read as follows:

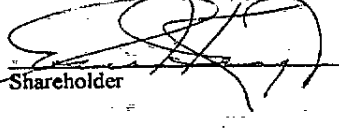
Palm Bay Ford, Inc.

IN WITNESS WHEREOF, we have executed this written consent this 26
day of March 1999.

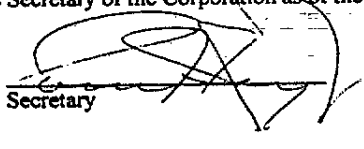

Shareholder


Shareholder


Shareholder


Shareholder

Filed with the undersigned as Secretary of the Corporation as of the day and year
aforesaid.


Secretary

WRITTEN CONSENT OF DIRECTORS
KELLY LINCOLN-MERCURY, INC.

The undersigned, being all of the directors of Kelly Lincoln-Mercury, Inc., a Pennsylvania corporation, do hereby consent in writing to the adoption of the following resolutions in accordance with the bylaws of the corporation and the Business Corporation Law:

RESOLVED that the name of the corporation is changed and paragraph 1 of the Articles of Incorporation be amended to read as follows:

Palm Bay Ford, Inc.

RESOLVED that the aforesaid amendment be submitted to a vote of the shareholders and that if the proposed amendment shall be adopted by the shareholders, the president and secretary of the corporation are hereby authorized to file the Articles of Amendment as prescribed by the Secretary of the Commonwealth pursuant to the requirements of the Business Corporation Law.

IN WITNESS WHEREOF, we have executed this written consent this 26
day of March 1999.

Director

Director

Director

Director

Filed with the undersigned as Secretary of the Corporation as of the day and year
aforesaid.

Secretary