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September 28, 1998

Partnership/Registration Section Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

500002651035--9 -09/29/98--01024--004 *****87.50 *****87.50

Re: CA Motors, Ltd.

Gentlemen:

Enclosed for filing is an original and one copy of the Certificate of Amendment of the Certificate of Limited Partnership of CA Motors, Ltd., together with our firm's check for \$87.50 in payment of the filing fee and registered agent fee.

After the Certificate of Amendment is filed, please send us a file-stamped copy.

Very truly yours,

Kathleen Haggerty

Name Availabil

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Enclosures kh: 251874

Legal Assistant

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CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

OF

CA MOTORS, LTD.

- 1. The name of the limited partnership is CA Motors, Ltd. (the "Partnership").
- 2. The Certificate of Limited Partnership was filed with the Secretary of State on June 2, 1993.
- 3. Paragraph (a) of the Certificate of Limited Partnership is hereby amended to change the mailing address and business address of the partnership to 7600 Blanding Boulevard, Jacksonville, Florida 32244.
- 4. Paragraph (b) of the Certificate of Limited Partnership is hereby amended to change the name and address of the registered agent for service of process to Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.
- 5. Paragraph (c) of the Certificate of Limited Partnership is hereby amended to remove CA Motor Corp. as the General Partner and to substitute Hanania Imports, Inc., whose address is 7600 Blanding Boulevard, Jacksonville, Florida 32244, as the General Partner, effective July 1, 1998.

IN WITNESS WHEREOF, CA Motors, Ltd. has caused this Certificate to be signed in its name by its General Partner this Author day of September, 1998.

HANANIA IMPORTS, INC.

Jack Y. Hanania, President

SECRETARY OF STATE
DIVISION OF CORPORATIONS
OR CEP 20 DM 3: 57

CERTIFICATE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for CA Motors, Ltd. at the place designated in the Certificate of Limited Partnership, Smith Hulsey and Busey hereby accepts the appointment as registered agent and agrees to act in this capacity. Smith Hulsey & Busey further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

SMITH HULSEY & BUSEY

ву:

M. Richard Lewis, Jr. Its Vice-President

Date:

DIVISION OF CORPORATIONS

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