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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

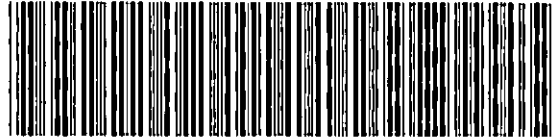
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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2019 FEB 19 AM 8:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

19 FEB 19 PM 4:09

UHS
2-20-19

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 638204 7922643

AUTHORIZATION



COST LIMIT : \$ 70.00

ORDER DATE : February 19, 2019

ORDER TIME : 3:15 PM

ORDER NO. : 638204-005

CUSTOMER NO: 7922643

FOREIGN FILINGS

NAME: ASBURY AUTOMOTIVE GROUP, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner -- EXT# 62969

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Asbury Automotive Group, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Vivian Vronis, Sr. Corporate Paralegal

Name of Person

Asbury Automotive Group

Firm/Company

2905 Premiere Parkway, Suite 300

Address

Duluth, GA 30097

City/State and Zip code

vvronis@asburyauto.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Vivian Vronis, Sr. Corporate Paralegal

770

418-8329

at (_____) _____

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

Asbury Automotive Group, Inc.

1. _____
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. n/a
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02/15/2002 5. Perpetual
(Date of incorporation) (Date of duration, if other than perpetual)

6. Upon Filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2905 Premiere Parkway, Suite 300, Duluth, GA 30097
(Principal office address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Roxanne Turner

(Registered agent's signature)

**Roxanne Turner
Asst. Vice President**

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Thomas C. DeLoach
2905 Premiere Parkway, Suite 300
Address: Duluth, GA 30097

Vice Chairman: (see attached)
Address: _____

Director: (see attached)
Address: _____

Director: (see attached)
Address: _____

B. OFFICERS

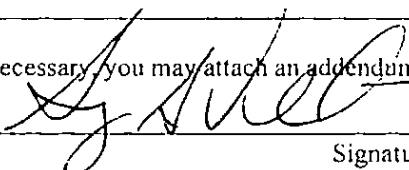
President: David W. Hult
2905 Premiere Parkway, Suite 300
Address: Duluth, GA 30097

Vice President: (see attached)
Address: _____

Secretary: (see attached)
Address: _____

Treasurer: (see attached)
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. George A. Villasana Senior Vice President, General Counsel & Secretary
(Typed or printed name and capacity of person signing application)

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2018 FEB 19 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIRECTORS:

Joel Alsfine

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Dennis E. Clements

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Juanita T. James

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Eugene S. Katz

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Philip F. Maritz

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Maureen F. Morrison

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Thomas Reddin

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Bridget Ryan-Berman

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

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CLERK OF STATE
TALLAHASSEE, FLORIDA

DIRECTORS (Continued):

David Hult

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

OFFICERS:

Sean D. Goodman

Senior Vice President & Chief Financial Officer

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

John S. Hartman

Senior Vice President, Operations

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Jed M. Milstein

Senior Vice President & Chief Human Resources Officer

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

George A. Villasana

Senior Vice President, General Counsel & Secretary

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

Matthew Pettoni

Vice President & Treasurer

2905 Premiere Parkway, Suite 300

Duluth, GA 30097

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASBURY AUTOMOTIVE GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF FEBRUARY, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ASBURY AUTOMOTIVE GROUP, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



3493496 8300

SR# 20191147948

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 202285454

Date: 02-19-19