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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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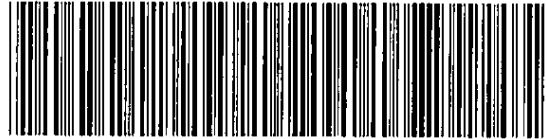
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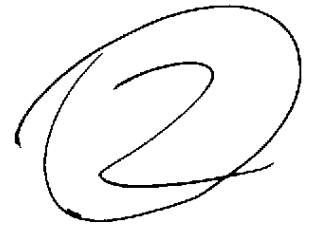
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K Brumby

**Sunshine State Corporate Compliance Company**

3458 Lakeshore Drive, Tallahassee, Florida 32312  
(850) 656-4724



DATE 12/19/2023

**\*\*WALK IN\*\***

ENTITY NAME JM Family Enterprises, Inc.

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXXXXXXXXX

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certificate of Good Standing*

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED \$70

ACCOUNT #: I20160000072

*S. R. J. M.*

Please call Tina at the above number for any issues or concerns. Thank you so much!

**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.*

1. JM Family Enterprises, Inc.  
(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. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 04/23/1969 5. \_\_\_\_\_  
(Date of incorporation) (Date of duration, if other than perpetual)

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

7. 100 Jim Moran Blvd., Deerfield Beach FL, 33442  
(Principal office street address)

\_\_\_\_\_  
(Current mailing address, if different)

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

Name: United Agent Group Inc.  
Office Address: 801 US Highway 1  
North Palm Beach, Florida 33408  
(City) (Zip code)

2023 DEC 19 AM 11:04

**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.*

/s/ Tiffany Meeker Tiffany Meeker, Special Secretary  
(Registered agent's signature)

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. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

**A. DIRECTORS**

☐ Chairman Name: Charles Couch

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☒ Other Senior Vice President and  
Chief Information Officer ☐ Other \_\_\_\_\_

☐ Chairman Name: Corey M. Benish

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☒ Other Group Vice President, ITS Chief  
Operating Officer ☐ Other \_\_\_\_\_

☐ Chairman Name: Lisbeth S. Heggerick

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☒ Other Group Vice President,  
Human Resources and Communications ☐ Other \_\_\_\_\_

☐ Chairman Name: Janice M. Moran

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☐ Other Senior Vice President,  
Community Relations ☐ Other \_\_\_\_\_

☐ Chairman Name: John Damalas

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☒ Other Group Vice President,  
Chief Technology Officer ☐ Other \_\_\_\_\_

☐ Chairman Name: Pearl O. Percy

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☐ Other Group Vice President,  
Chief Corporate Development Officer ☐ Other \_\_\_\_\_

## A. DIRECTORS

☐ Chairman Name: Dhvani Shah  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☐ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other Group Vice President and Chief Investment Officer ☐ Other \_\_\_\_\_

☐ Chairman Name: Rosie Puello Burkman  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☐ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☒ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other Corporate Community Impact and Corporate Services ☐ Other \_\_\_\_\_

☐ Chairman Name: Charles S. Gordon  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☐ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other Vice President, Enterprise Risk Officer ☐ Other \_\_\_\_\_

☐ Chairman Name: Melanie Burgess  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☐ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☒ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other Philanthropy ☐ Other \_\_\_\_\_

☐ Chairman Name: Victor M. Campos, Jr.  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☐ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☒ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other Chief Information Security Officer ☐ Other \_\_\_\_\_

☐ Chairman Name: André L. Hall  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☐ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other Vice President, Deputy General Counsel - Corporate Services and Assistant Secretary ☐ Other \_\_\_\_\_

**A. DIRECTORS**

☐ Chairman Name: Kimberly M. Magner

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☒ Other Vice President, Corporate Taxes ☐ Other \_\_\_\_\_

☐ Chairman Name: Joseph A. Venezia

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☒ Other Vice President, Corporate Controller & Assistant Treasurer ☐ Other \_\_\_\_\_

☐ Chairman Name: Bryan Romano

☐ Vice Chairman Address: 101 Jim Moran Blvd

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☒ Treasurer

☐ Chairman Name: Stephanie N. Slate

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☒ Other Vice President, Total Rewards & HR Technology ☐ Other \_\_\_\_\_

☐ Chairman Name: Caren Sneed Williams

☐ Vice Chairman Address: 101 Jim Moran Blvd.

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

☒ Other Vice President, Deputy General Counsel - Corporate Governance and Assistant Secretary ☐ Other \_\_\_\_\_

☐ Chairman Name: Ronald J. Virtue

☐ Vice Chairman Address: 101 Jim Moran Blvd

☐ Director Deerfield Beach, FL 33442

☐ President \_\_\_\_\_

☐ Vice President \_\_\_\_\_

☐ Secretary ☐ Treasurer

**A. DIRECTORS**

☐ Chairman Name: Michael Hollis  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☐ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other Assistant Treasurer ☐ Other \_\_\_\_\_

☐ Chairman Name: Paula Pescaru  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☐ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other Assistant Treasurer ☐ Other \_\_\_\_\_

☐ Chairman Name: Colin W. Brown  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☒ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other ☐ Other \_\_\_\_\_

☐ Chairman Name: Brent D. Burns  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☒ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other ☐ Other \_\_\_\_\_

☐ Chairman Name: Larry D. McGinnes  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☒ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☒ Other ☐ Other \_\_\_\_\_

☐ Chairman Name: John J. McNally, Sr.  
☐ Vice Chairman Address: 101 Jim Moran Blvd.  
☒ Director Deerfield Beach, FL 33442  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary ☐ Treasurer  
☐ Other ☐ Other \_\_\_\_\_

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. /s/ Tiffany Meeker  
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.

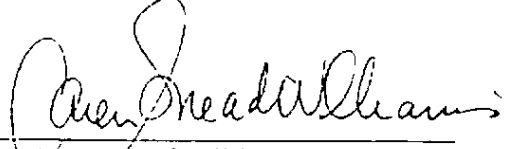
13. Tiffany Meeker, Attorney-in Fact  
(Typed or printed name and capacity of person signing application)

**AFFIDAVIT TO USE NAME**

JM Family Automotive LLC, a Delaware limited liability company, which was formerly a Delaware corporation named (and which was also formerly authorized to transact business in Florida under the name) "JM Family Enterprises, Inc." (the "Original Corporation"), through its undersigned officer, being duly sworn, deposes and states that (i) on December 1, 2023, JM Family Enterprises, Inc. changed its name to "JM Family Automotive, Inc.," (ii) on December 4, 2023, the Original Corporation (which was at that time named "JM Family Automotive, Inc.") converted from a Delaware corporation to a Delaware limited liability company named "JM Family Automotive LLC," (iii) the Original Corporation (now known as "JM Family Automotive LLC") intends to withdraw its authorization to transact business in Florida under the name "JM Family Enterprises, Inc." and file a new application to transact business in Florida as a foreign limited liability company named "JM Family Automotive LLC," and (iv) therefore, the Original Corporation no longer intends to use the name "JM Family Enterprises, Inc."

The Original Corporation (now known as "JM Family Automotive LLC"), therefore, authorizes the new entity named JM Family Enterprises, Inc., which was formed as a Delaware corporation pursuant to the filing of a Certificate of Incorporation with the Delaware Secretary of State on December 1, 2023, to file an application to transact business in Florida as a foreign corporation under the name "JM Family Enterprises, Inc."

JM FAMILY AUTOMOTIVE LLC

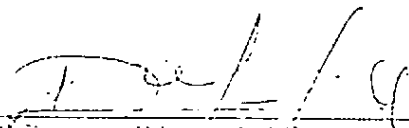
By:   
Name: Caren Snead Williams  
Title: Vice President, Deputy General Counsel  
– Governance and Assistant Secretary

STATE OF FLORIDA       )  
COUNTY OF BROWARD   )

Sworn to and subscribed before me this 18<sup>th</sup> day of December, 2023, by Caren Snead Williams, who is personally known to me ✓ OR has produced \_\_\_\_\_ as identification.

(Notary Seal)



  
Signature of Notary Public

Diana Maria Guerra  
Name of Notary



# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JM FAMILY ENTERPRISES, 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 THIRTEENTH DAY OF DECEMBER, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JM FAMILY ENTERPRISES, INC." WAS INCORPORATED ON THE FIRST DAY OF DECEMBER, A.D. 2023.

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



2703490 8300

SR# 20234210360

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

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

Jeffrey W. Bullock, Secretary of State

Authentication: 204801514

Date: 12-13-23