

F95000004764

Document Number Only

C T CORPORATION SYSTEM			
Requestor's Name			
660 East Jefferson Street			
Address			
Tallahassee, Florida 32301			
City	State	Zip	Phone
			904-222-1092
CORPORATION(S) NAME			

600001598716
-10/02/95-01026--014
*****70.00**70.00

CO	2	PT	13	CS
Penske Auto Centers, Inc.				

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of N.A.
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> CUG/ 6/8
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input checked="" type="checkbox"/> Walk In		
<input type="checkbox"/> Mail Out		

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

10/2/95
3 00

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

1. Penske Auto Centers, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 38-3253068

(FEI number, if applicable)

4. September 12, 1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 3100 W. Big Beaver Rd. Troy, Michigan 48064-3163

(Current mailing address)

8. To own and operate automotive and light truck service centers.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

SHARON L. GAHLAN - ASST. V.P.

(Type Name and Title of Officer)

11. 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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert H. Kurnick, Jr. ^{SA Vice} President
(Typed or printed name and capacity of person signing application)

Roger S. Penske
Director
SSN: 297-28-3892
360 Woodridge
Bloomfield Hills, MI 48304

13400 Outer Drive West
Detroit, MI 48239

Roger S. Penske, Jr.
Chief Executive Officer and Director
SSN: 201-36-3420
5254 Fisher Island Drive
Fisher Island, FL 33109

3100 West Big Beaver Road
Troy, MI 48084

Robert T. Peterson
Senior Vice President - Finance and Treasurer
SSN: 283-46-6874
7954 Meloria Lane
Mentor, OH 44060

3100 West Big Beaver Road
Troy, MI 48084

Timothy E. Findlay
President and Director
SSN: 378-48-1946
2087 Dabcock
Troy, MI 48084

3100 West Big Beaver Road
Troy, MI 48084

Robert H. Kurnick, Jr.
Senior Vice President, General Counsel
and Secretary
SSN: 373-74-5870
648 Dewey
Birmingham, MI 48009

3100 West Big Beaver Road
Troy, MI 48084

Richard J. Peters
Director
SSN: 368-50-3923
40 Willow Tree Place
Grosse Pointe Shores, MI 48236

13400 Outer Drive West
Detroit, MI 48239

Date took office for all - September 12, 1995

Arthur M. Hawkins
Director
SSN: 377-52-8990
1530 Surria Court
Bloomfield Hills, MI 48013

1400 N. Woodward, Suite 130
Bloomfield Hills, MI 48304

Joseph C. Calio, III
Director
SSN: 286-48-2741
328 Conestoga Road
Wayne, PA 19087

645 Penn Street
Reading, PA 19601

Jack J. Sosiak
Director
SSN: 180-30-5298
7 Whitehouse Lane
Spring City, PA 19475

645 Penn Street
Reading, PA 19601

Date took office for all - September 12, 1995

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PENSKE AUTO CENTERS, 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 TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

RECEIVED
DIVISION OF REVENUE
SEP 29 1995
5:00 PM
-2 PM 12:05




Edward J. Freel, Secretary of State

2541724 8300

950222376

AUTHENTICATION:

7657099

DATE:

09-28-95