

CAPITAL CONNECTION, INC.

11-3529-7 PONDERS INC., THOMASVILLE, GA.

Mailing Address: P.O. Box 1099, Thomasville, GA 32002

TOLL FREE No. 1-800-332-6662

FAX (904) 221-1212

F9500005615

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Capital Express™

Art. of Inc. File _____

Corp. Record Search _____

Partnership File _____

Foreign Corp. File _____

() Cert. Copy(s) _____

Art. of Amend. File _____

Dissolution/Withdrawal _____

CUS-63 _____

Fictitious Name File _____

Name Reservation _____

Annual Report/Reinstatement _____

Reg. Agent Service _____

Document Filing _____

Corporate Kit _____

Vehicle Search _____

Driving Record _____

Document Retrieval _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

File No.'s _____ Copies _____

Courier Service _____

Shipping/Handling _____

Phone () _____

Top Priority _____

Express Mail Prep. _____

FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU

from
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

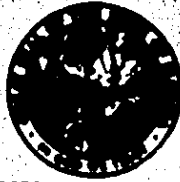
DATE _____

TIME NC _____ CK No. _____

BY _____

WALK-IN 11/15 12:00
WM Pick Up

RECEIVED
95 NOV 16 AM 11:41
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 15, 1995

CAPITAL CONNECTION, INC.

SUBJECT: RON ANDERSON PONTIAC-BUICK-GMC TRUCK, INC.
Ref. Number: W95000022588

We have received your document for **RON ANDERSON PONTIAC-BUICK-GMC TRUCK, INC.** and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.


If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Document Specialist

Letter Number: 795A00050622

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. RON ANDERSON PONTIAC-BUICK-GMC TRUCK, 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. _____
(FEI number, if applicable)
4. 10/11/95
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 10/11/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.150, F.S.))
7. 1458 Sadler Road
Fernandina Beach, FL 32034
(Current mailing address)
8. automobile dealership
(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: RON ANDERSON
Office Address: 1852 Sadler Road
Fernandina Beach, Florida, 32084
10. 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.

(Registered agent's signature)
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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(26 Code)

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

A. DIRECTORS

Chairman: RON ANDERSON

Address: 1852 Sadler Road

Fernandina Beach, FL 32034

Vice Chairman: _____

Address: _____

Director: RICHARD T. MOORE

Address: 1458 Sadler Road

Fernandina Beach, FL 32034

Director: _____

Address: _____

B. OFFICERS

President: RON ANDERSON

Address: 1852 Sadler Road

Fernandina Beach, FL 32034

Vice President: _____

Address: _____

Secretary: RICHARD T. MOORE

Address: 1458 Sadler Road

Fernandina Beach, FL 32034

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

RON ANDERSON, Its: President

(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ISLAND CHEVROLET BUICK PONTIAC, INC.", CHANGING ITS NAME FROM "ISLAND CHEVROLET BUICK PONTIAC, INC." TO "RON ANDERSON PONTIAC-BUICK-GMC TRUCK, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF OCTOBER, A.D. 1995, AT 10 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS FOR RECORDING.

FILED
95 NOV 16 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2274278 8100

950233394

AUTHENTICATION:

7680950

DATE:

10-19-95

CERTIFICATE OF AMENDMENT
OF
ISLAND CHEVROLET BUICK PONTIAC, INC.

ISLAND CHEVROLET BUICK PONTIAC, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, at a meeting duly held, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of ISLAND CHEVROLET BUICK PONTIAC, INC., be amended by changing Article 1 thereof so that, as amended, said Article shall be and read as follows:

The name of the corporation shall be RON ANDERSON PONTIAC-BUICK-GMC TRUCK, INC.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said ISLAND CHEVROLET BUICK PONTIAC, INC., has caused this certificate to be signed by RON ANDERSON, its

10/19/1995 11:39

9842616968

MCORMIE & MULLIN

PAGE 03

President, this 19th day of October, 1995.

ISLAND CHEVROLET BUICK PONTIAC, INC.



RON ANDERSON
Its: President

37/b:c-nam2.ron