

F990000006733

Document Number Only

C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850) 222-1092

City State Zip Phone

CORPORATION(S) NAME

700003083507--1
-12/29/99-01082-020
*****70.00 *****70.00

AutoNation Holding Corp.

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
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- Change of R.A.
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THANK YOU CONNIE BRYAN

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TALLAHASSEE, FLORIDA

1229-99

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: AutoNation Holding Corp.

(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", 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:

Jeffrey K. Simpson, Esquire
(Name of Person)

Stewart & Associates
(Firm/Company)

1201 Market Street, Suite 1700, Chase Manhattan Centre
(Address)

Wilmington, Delaware 19807
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Jeffrey K. Simpson, Esquire at (302) 652-5200
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien 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

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TALLAHASSEE, FLORIDA

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**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. AutoNation Holding Corp.

(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. 65-0723604
(FEI number, if applicable)

4. December 20, 1999
(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 817.155, F.S.)

7. 110 SE 6th Street, 20th Floor
Fort Lauderdale, FL 33301
(Current mailing address)

8. Trademark Holding Company
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

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.

Connie Bryan
(Registered agent's signature)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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TALLAHASSEE, FLORIDA

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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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Gordon W. Stewart

Address: 1201 Market Street, Suite 1700, Chase Manhattan Centre
Wilmington, Delaware 19801

Vice Chairman: N/A

Address: _____

Director: : Jeffrey K. Simpson

Address: 1201 Market Street, Suite 1700, Chase Manhattan Centre
Wilmington, Delaware 19801

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Michael E. Maroone

Address: 110 SE 6th Street, 20th Floor
Fort Lauderdale, FL 33301

Vice President: James O. Cole

Address: 110 SE 6th Street, 20th Floor
Fort Lauderdale, FL 33301

Secretary: James O. Cole

Address: 110 SE 6th Street, 20th Floor
Fort Lauderdale, FL 33301

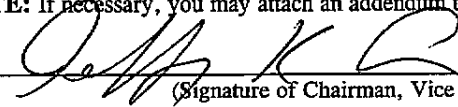
Treasurer: Kathleen Hyle

Address: 110 SE 6th Street, 20th Floor
Fort Lauderdale, FL 33301

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TALLAHASSEE, FLORIDA

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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. Jeffrey K. Simpson, Assistant Secretary
(Typed or printed name and capacity of person signing application)

ADDENDUM
TO
PARAGRAPH 12
OF
APPLICATION OF FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

• **Additional Officer(s) of AutoNation Holding Corp.:**

<u>Name</u>	<u>Title</u>	<u>Address</u>
Gordon W. Stewart	Assistant Secretary	1201 Market Street, Suite 1700 Chase Manhattan Centre Wilmington, Delaware 19801
Jeffrey K, Simpson	Assistant Secretary	1201 Market Street, Suite 1700 Chase Manhattan Centre Wilmington, Delaware 19801

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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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 "AUTONATION HOLDING CORP." 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-SEVENTH DAY OF DECEMBER, A.D. 1999.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AUTONATION HOLDING CORP." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 1997.

APPROVED
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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0163351
12-27-99



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: