

A Professional Association

PO Box 2410

Crystal River FL 34423-2410

Phone: 352.795.2946

Fax: 352.795.2821 E-Mail: crider@citrus.infi.net John Crider John S. Clardy III + + Admitted in FL and GA

August 19, 1998

Sandra B. Mortham, Secretary of State Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

400002621764--2 -08/21/98--01024--001 ******35.00 ******35.00

Re: Roy Brown's Suncoast Lincoln Mercury, Inc.

Dear Ms. Mortham:

Enclosed please find Articles of Amendment of Articles of Incorporation of Roy Brown's Suncoast Lincoln-Mercury, Inc., Certificate of Amendment of Bylaws and Minutes of Joint Annual Meeting of Shareholders and Directors. Mr. Brown wishes to change the name of the corporation to Roy Brown Lincoln-Mercury, Inc.

Also enclosed is our check in the amount of \$35 for the filing of this Amendment.

If there is anything further that is necessary to effect this change, please advise us.

John Crider

JC:sp Enclosures 98 AUG 21 PM 5: 39
SECRETALY OF STATE
AND SEC

Margal 26

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF ROY BROWN'S SUNCOAST LINCOLN-MERCURY, INC.

The following provisions of the Articles of Incorporation of ROY BROWN'S SUNCOAST LINCOLN-MERCURY, INC., a Florida corporation, filed in Tallahassee on January 23, 1985, and amended on February 22, 1991, be and they are hereby are amended in the following particulars:

Paragraph 1 be and it hereby is amended to read as follows:

"1. NAME - The name of the Corporation is ROY BROWN LINCOLN-MERCURY, INC."

The foregoing amendment was adopted by the Shareholders and Directors of the Corporation on the 18th day of August, 1998.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this & day of Quay , 1998.

ROY BROWN LINCOLN-MERCURY, INC.

Roy Brown, President

ATTEST:

Secretary

(Corporate Seal)

STATE OF FLORIDA COUNTY OF CITRUS

BEFORE ME, the undersigned authority, personally appeared ROY BROWN, known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed same for the purposes therein stated. who is personally a normally and the mean to me

WITNESS my hand and official seal in the county and state last aforesaid on this 18 day of august, 1998.

Mary L. Martin
MY COMMISSION # CG639421 EXPIRES
June 29, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

May L. Martin Notary Public

CERTIFICATE OF AMENDMENT OF BYLAWS OF ROY BROWN'S SUNCOAST LINCOLN-MERCURY, INC.

The undersigned as Secretary of ROY BROWN'S SUNCOAST LINCOLN-MERCURY, INC., a Florida Corporation, does hereby certify that the following amendment to the bylaws of this Corporation was duly adopted at a meeting of the Directors and Shareholders held on the 18th day of August, 1998, at which a quorum was present and voted.

RESOLVED AS FOLLOWS:

That the name of the corporation be changed to that of ROY BROWN LINCOLN-MERCURY, INC.

ROY BROWN'S SUNCOAST LINCOLN-MERCURY, INC.

August 18, 1998

(Corporate Seal)