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JIM QUINLAN FORD LINCOLN-MERCURY, INC.**

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ARTICLES OF AMENDMENT **SECRETARY OF STATE**
 TO THE **TALLAHASSEE, FLORIDA**
 AMENDED AND RESTATED ARTICLES OF INCORPORATION
 OF
JIM QUINLAN FORD LINCOLN-MERCURY, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Amended and Restated Articles of Incorporation:

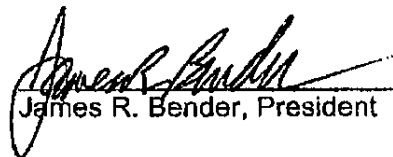
FIRST: The First Article of the Amended and Restated Articles of Incorporation of JIM QUINLAN FORD LINCOLN-MERCURY, INC. (the "Corporation") is hereby deleted in its entirety and replaced with the following:

FIRST: The name of the corporation is AN Motors of Brooksville, Inc., hereinafter, the "Corporation."

SECOND: The amendment was adopted on September 20, 2010.

THIRD: The amendment was approved by a Unanimous Written Consent of the Board of Directors and sole shareholder of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused this Amendment to the Amended and Restated Articles of Incorporation to be executed on its behalf this 21st day of September, 2010.



 James R. Bender, President