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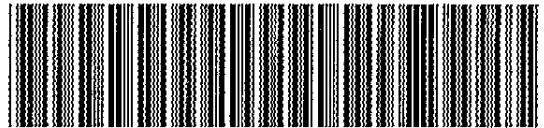
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TALLAHASSEE, FLORIDA

J. BRYAN JUL 29 2003

Edward W. Becht, P.A.

ATTORNEY AT LAW

Post Office Box 2746 (34954)
321 South Second Street (34950)
Fort Pierce, Florida
Telephone: 772-465-5500
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July 21, 2003


Secretary of State
Division of Corporations
Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: Charlie's Imports, LLC

Gentlemen:

Enclosed please find an original and one copy of the Articles of Amendment for the above-referenced corporation, together with this firm's trust account check in the sum of \$35.00 to cover the cost of amendment. Should there be any questions, please feel free to call me collect at the above telephone number. Thanking you in advance for your prompt attention to this matter, I am

Very truly yours,



Edward W. Becht

EWB/j
Enclosures

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2003 JUL 24 AM 11:03
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION OF

CHARLIE'S IMPORTS, LLC
A Florida Limited Liability Company

FILED
2003 JUL 24 AM 11:03
JAMES H. HARRIS, CLERK
TALLAHASSEE, FLORIDA

Pursuant to the Florida Limited Liability Company Act, the undersigned hereby adopts the following Amendment to the Articles of Organization for such company:

1. The following provisions of the Articles of Organization for CHARLIE'S IMPORTS, LLC, a Florida limited liability company, filed in Tallahassee on the 29th day of May, 2002, be and they are amended in the following particulars:

Article VIII, be and it hereby is amended to read as follows:

The initial Member-Manager(s) of the Company, who shall serve as such until his/their successor(s) is/are elected and shall be qualified are: _

Office

Name and Address _

Member-Manager

Charlie's Dodge of Florida, Inc.
4815 S. Federal Highway
Fort Pierce, FL

2. The foregoing amendment was adopted by the Members of the limited liability company on the 3rd day of June, 2002.
3. This Amendment to the Articles of Organization is executed this 3rd day of June, 2002 by the following Member, or Members, or an authorized representative of a Member: **Edward W. Becht, Authorized Representative for Charlie's Dodge of Florida, Inc., Member-Manager.**

Signature of Member or authorized representative of Member.


Edward W. Becht, Authorized Representative for
Charlie's Dodge of Florida, Inc., Member-Manager

**STATE OF FLORIDA
COUNTY OF ST. LUCIE**

The foregoing instrument was acknowledged before me this 3rd day of June, 2002, by **Edward W. Becht, Authorized Representative for Charlie's Dodge of Florida, Inc., Member-Manager** who is personally known to me x or who has produced _____ as identification and who did /did not x take an oath.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal on the day and year above written.

Print: Jane E. Forbes
Title: Notary Public
My Commission expires:

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2003 JUL 24 AM 11:03
JANE E. FORBES
NOTARY PUBLIC
TALLAHASSEE, FLORIDA