



L02000022216

ACCOUNT NO. : 072100000032

REFERENCE : 755661 4311863

AUTHORIZATION :

COST LIMIT : \$ 25.00

FILED
2002 SEP 25 PM 1:21
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ORDER DATE : September 23, 2002

ORDER TIME : 11:23 AM

ORDER NO. : 755661-010

CUSTOMER NO: 4311863

CUSTOMER: Ms. Ivy Shapiro
Blank Rome Comisky & Mccauley
One Logan Square, 7th Floor
18th And Cherry Street
Philadelphia, PA 19103-6998

600008023266--7

DOMESTIC AMENDMENT FILING

NAME: AGELESS ACQUISITION, LLC

EFFECTIVE DATE:

File 2nd

 ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Powell -- EXT# 1155

EXAMINER'S INITIALS: _____

RECEIVED
02 SEP 25 PM 12:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN SEP 26 2002

AMENDED AND RESTATED CERTIFICATE OF ORGANIZATION

OF

AGELESS ACQUISITION, LLC

FILED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned hereby certifies that:

1. The present name of the limited liability company is Ageless Acquisition, LLC. The name of the limited liability company at the time of organization was Ageless Acquisition, LLC. The date of filing of the original Articles of Organization was August 28, 2002.

2. These Amended and Restated Articles of Organization were duly executed and are being filed in accordance with Section 608.411 of the Florida Limited Liability Company Act.

3. The Articles of Organization are hereby amended and restated in their entirety to read as follows:

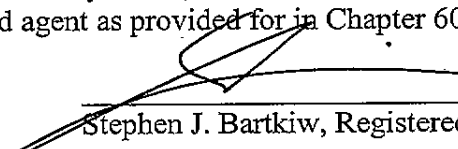
ARTICLE I: The name of the limited liability company is Ageless Automotive, LLC (the "Company").

ARTICLE II: The mailing address and street address of the principal office of the Company is 360 N.E. 1st Avenue, Deerfield, FL 33441.

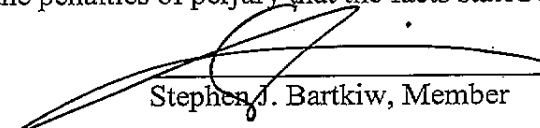
ARTICLE III: The name and street address of the Florida registered agent are:

Stephen J. Bartkiw
360 N.E. 1st Avenue
Deerfield Beach, FL 33441

Having been named as registered agent and to accept service of process for the Company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Stephen J. Bartkiw, Registered Agent

In accordance with Section 608.408(30), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Stephen J. Bartkiw, Member