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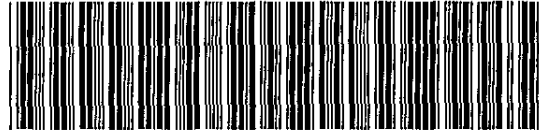
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42704



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 592140 82866A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 25.00

ORDER DATE : April 26, 2004

ORDER TIME : 3:21 PM

ORDER NO. : 592140-005

CUSTOMER NO: 82866A

CUSTOMER: H. Adam Airth, Jr., Esq
Clark, Campbell & Mawhinney,
Suite 800
500 South Florida Avenue
Lakeland, FL 33801

DOMESTIC AMENDMENT FILING

NAME: MCGEE TIRES OF JACKSONVILLE,
LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

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CONTACT PERSON: Sara Lea -- EXT# 2914

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TALLAHASSEE, FL 32302

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
MCGEE TIRES OF JACKSONVILLE, LLC,
a Florida Limited Liability Company**

Pursuant to the provisions of section 608.411, Florida Statutes, this Florida Limited Liability Company adopts the following articles of amendment to its Articles of Organization:

FIRST: The date of filing the Articles of Organization was April 7, 2004.

SECOND: Article I of the Articles of Organization is amended and restated as follows:

"ARTICLE I

The name of the Limited Liability Company is:

MCGEE TIRE STORES OF JACKSONVILLE, LLC"

THIRD: This amendment was adopted by the Members in accordance with applicable Florida Statutes.

FOURTH: This amendment shall be effective as of the date it is accepted for filing by the Secretary of the State.

Dated April 21, 2004.

MANAGING MEMBER:

MCGEE TIRE STORES, INC., a Florida corporation

By: Michael J. McGee
Michael J. McGee, its President

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