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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
DON MEALEY AUTOMOTIVE, LLC**

WHEREAS, the Articles of Organization of DON MEALEY AUTOMOTIVE, LLC (the "Company") were filed with the Florida Department of State, Florida Document No. L08000069671 on July 21, 2008; and

WHEREAS, the proposed amendment ("Amendment") to Articles of Organization of the Company as hereinafter set forth, was adopted on the 17th day of October, 2008 by the unanimous written consent of the Members.

NOW, THEREFORE, the Articles of Organization of the Company are hereby amended effective the date this Amendment is filed with the Florida Department of State, by adding ARTICLE IV as follows:

"ARTICLE IV – Manager and Officers

The names and addresses of the initial Manager and officers of the Company are as follows:

Mealey Family, LLC, MGR	3772 West Colonial Drive Orlando, FL 32808
Donald C. Mealey, President	3772 West Colonial Drive Orlando, FL 32808
Kevin C. Mealey, Vice President	9403 Gotha Road Windermere, FL 34786
John Lumpkin, Secretary, Treasurer	3772 West Colonial Drive Orlando, FL 32808

IN WITNESS WHEREOF, this Amendment to Articles of Organization is hereby executed on behalf of the Company by its Secretary as of the 17th day of October, 2008.



John Lumpkin, Secretary

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