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SECRETARY OF STATE DIVISION OF CORPORATIONS

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ARTICLES OF AMENDMENT OF THE ARTICLES OF ORGANIZATION OF MERCEDES-BENZ OF GAINESVILLE, LLC

- A. The name of the limited liability company is Mercedes-Benz of Gainesville, LLC (the "Company").
- B. The Articles of Organization of the Company were filed with the Florida Secretary of State on October 7, 2010 and assigned document number L10000105364.
 - C. Article I of the Articles of Organization is amended in its entirety to read as follows:

"ARTICLE I - NAME

The name of the Company is Duval Automotive Gainesville, LLC."

D. There are no other amendments to the Articles of Organization, except as stated above.

IN WITNESS WHEREOF, Mercedes-Benz of Gainesville, LLC has caused these Articles of Amendment of the Articles of Organization to be signed in its name by its Authorized Representative this 18th day of January, 2011.

Kateena E. Manners

Authorized Representative

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