

✓
L96000000486

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

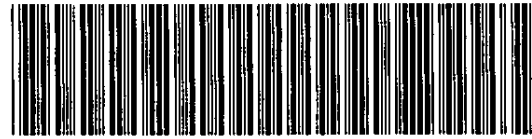
(Business Entity Name)

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TALLAHASSEE, FLORIDA

B. BOSTICK
JUN 20 2012
EXAMINER

BSS&P Budish, Solomon, Steiner & Peck, Ltd.

ATTORNEYS AT LAW

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23240 Chagrin Boulevard
Beachwood, Ohio 44122
(216) 765-0123

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Michael L. Solomon, Esq.

Writer's Direct Email:
m.solomon@budsolo.com

June 12, 2012

Florida Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: *Florida Auto Dealers Group L.C.*
Document Number: L96000000486
Articles of Amendment

To whom it may concern:

Enclosed please find Articles of Amendment to the Articles of Organization for the above-referenced Florida limited liability company to amend Articles II, IV and V thereof as set forth on the Exhibit A to this Amendment. Additionally, I am enclosing check in the amount of \$30.00 to cover the required filing fee, as well as the additional fee for obtaining a Certificate of Status which is hereby requested.

Please file these Articles of Amendment and your earliest convenience and forward your acknowledgment to me at the address listed above.

In the meantime, if you have any questions, please do not hesitate to contact me.

Sincerely,


Michael L. Solomon

Encls.

cc: Mr. Mark Mackson CPA (w/encls.)

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12 JUN 19 2012
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Florida Auto Dealers Group L.C.
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael L. Solomon, Esq.

Name of Person

Budish, Solomon, Steiner & Peck, Ltd.

Firm/Company

23240 Chagrin Blvd., Suite 450

Address

Beachwood, Ohio 44122

City/State and Zip Code

m.solomon@budsolo.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael L. Solomon, Esq.

Name of Person

at (216)

765-0123

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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12 JUN 18 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Florida Auto Dealers Group Buying L.C.

(Name of the Limited Liability Company as it now appears on our records.)

(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 05/02/1996 and assigned Florida document number L96000000486.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

Florida

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Article II (Address), Article IV (Management) and Article V (Admission of
Members) are hereby revised as reflected on Exhibit A attached hereto and
incorporated herein by reference.

SECRETARY OF STATE
 TALLAHASSEE FLORIDA

12 JUN 18 PM 12:02

FILED

Dated December 31, 2011.

Mark A. Mackson
 Signature of a member or authorized representative of a member

Mark Mackson, President of Auto Group Purchasing Organization, LLC, sole Mgr.
 Typed or printed name of signee

EXHIBIT A

FLORIDA AUTO DEALERS GROUP L.C.

Florida Document No: L96000000486

ATTACHMENT TO ARTICLES OF AMENDMENT

ARTICLE II – Address:

The mailing address and street address of the principal office of the Florida Auto Dealers Group Buying Limited Liability Company is:

26021 Center Ridge Road, Suite 200
Westlake, Ohio 44145

ARTICLE IV – Management:

The Florida Auto Dealers Group Buying Limited Liability Company is to be managed by a manager, specifically:

Auto Group Purchasing Organization, LLC
26021 Center Ridge Rd., #200
Westlake, Ohio 44145

ARTICLE V – Admission of Members:

The admission of Members and the terms and conditions of the admission shall be

1. No member may transfer his membership unit except on the books of the limited liability company and only to an authorized person and with the consent of the Manager.
2. The member agrees that his membership unit is subject to offset to an indebtedness by the member to the limited liability company upon redemption of the unit by the limited liability company for any reason.
3. Any qualified person, partnership or corporation shall apply for membership and his application shall be acted upon by the Manager.

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12 JUN 18 PM 12:02
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TALLAHASSEE, FLORIDA