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(Address)

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(City/State/Zip/Phone #)

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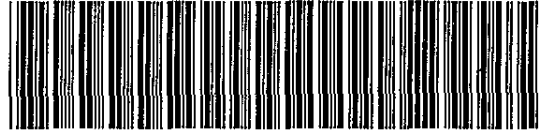
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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Kleinbard
Bell & Brecker LLP

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

November 8, 2002

Via Federal Express
Secretary of State
Corporation Bureau
409 East Gaines Street
Tallahassee, FL 32399

Re: Tallahassee Hyundai, LLC

Dear Sir or Madam:

Enclosed please find for filing with your office an original and one copy of an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida along with a Good Standing Certificate from the State of Delaware. Also enclosed is a firm check in the amount of \$125 to cover your filing fees. Please return a date-stamped copy of the document to the undersigned in the enclosed Federal Express envelope.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact the undersigned.

Very truly yours,


LISA E. GARLATTI
Legal Assistant

/hs

Enclosures

cc: Veronica Farr
Mary Beth H. Gray, Esq.
Murray I. Blackman, Esq.
John P. Hickey, Esq.

LAW OFFICES

www.kleinbard.com

Main 215 568 2000 Fax 215 568 0140

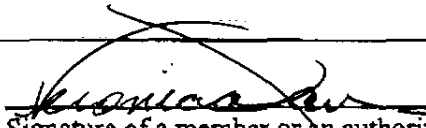
1900 Market Street, Suite 700, Philadelphia, PA 19103

240 Claremont Avenue, Montclair, NJ 07042

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Tallahassee Hyundai, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 16-1636927
(FEI number, if applicable)
4. 10/29/02
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing of application to transact business
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2333 Ponce de Leon Blvd., Suite 600,
Coral Gables, FL 33134
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:
Joseph Herman 2333 Ponce de Leon Blvd., Suite 600, Coral Gables, FL 33134
David A. Yusko 2333 Ponce de Leon Blvd., Suite 600, Coral Gables, FL 33134
Veronica Farr 2333 Ponce de Leon Blvd., Suite 600, Coral Gables, FL 33134
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: Automobile sales



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Veronica Farr

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Tallahassee Hyundai, LLC

2. The name and the Florida street address of the registered agent and office are:

Veronica Farr

(Name)

2333 Ponce de Leon Blvd., Suite 600,

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Coral Gables

FL 33134

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability 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.

Veronica Farr

By: 

(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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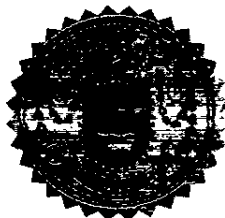
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TALLAHASSEE HYUNDAI, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF NOVEMBER, A.D. 2002.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3585037 8300

AUTHENTICATION: 2076047