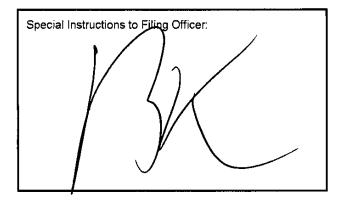
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SECRETARY OF SIANGA
SECRETARY OF SIANGA





| TION SERVICE COMPANY. |
|---|
| ACCOUNT NO. : 072100000032 |
| REFERENCE : 318069 5151231 25 2 |
| AUTHORIZATION: CARRELE COMPANY FIRST |
| COST LIMIT : \$ 125.00 |
| ORDER DATE: November 14, 2007 |
| ORDER TIME : 12:53 PM |
| ORDER NO. : 318069-010 |
| CUSTOMER NO: 5151231 |
| FOREIGN FILINGS NAME: CAR AAG FL HON L.L.C. |
| XXXX QUALIFICATION (TYPE: <u>LL</u>) |
| PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: |
| CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING |
| CONTACT PERSON: Troy Todd EXT# 2940 |
| EXAMINER: |

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

IN COMPLIANCE WITH SECTION 608:503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA CAR AAG FL HON L.L.C. (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LI.C.") 2 DELAWARE (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) 5. 12/31/2073 (Duration: Year limited liability company w (Date of Organization) exist or "perpetual") (Date first transacted business in Florida, if prior to registration.) (See sections 608 501 & 608 502 F.S. to determine penalty liability) 7. 8270 GREENSBORO DR., SUITE 950 MCLEAN VA 22102 (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: CAPITAL AUTOMOTIVE L.P., AND CAPITAL AUTOMOTIVE REAL ESTATE SERVICES, INC., BOTH LOCATED AT 8270 GREENSBORO DR., SUITE 950, MCLEAN, VA 22102 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: OWN AND LEASE REAL PROPERTY By: Capital 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) Catherine L. Potter

Secretary

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 o | of the Limited Liability Company is: | |
|----------------|--|--|
| CAR AAG F | FL HON L.L.C. | |
| If name unavai | railable, the alternate name to be used in the state of Florida is: | |
| 2. The name a | and the Florida street address of the registered agent and office are: | |
| | Corporation Service Company | |
| | (Name) | |
| | 1201 Hays Street | |
| | Florida Street Address (P.O. Box NOT ACCEPTABLE) | |
| | Tallahassee _{FL} 32301 | |
| | 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, Florida Statutes.

Corporation Service Company

BY:

(Signature)

Troy Todd
as its agent

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

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAR AAG FL HON L.L.C." 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 TWELFTH DAY OF SEPTEMBER, A.D. 2007.

00

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5996026

DATE: 09-12-07

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