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2013 JAN 14 PM 2:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAN 15 2013
D. BRUCE

Law Offices of
HUNTER & SCHANK CO., L.P.A.

*One Canton Square
1700 Canton Avenue
Toledo, Ohio 43604-1378
(419) 255-4300
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January 8, 2013

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

In re: ZF Industries, LLC

Dear Sir or Madam:

Enclosed please find an original and one copy of the *Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida* and Certificate of Good Standing for ZF Industries, LLC, along with a check payable to the Florida Department of State in the amount of \$25.00 for the filing fee in connection with the Amendment. Please file the Amendment and return a receipt and a file-stamped copy of the Amendment in the enclosed self-addressed stamped envelope. If you need anything further to process this Amendment, please do not hesitate to contact our office. Thank you.

Sincerely,

Hunter & Schank Co. LPA



Sharon A. Aldrich,
Certified Legal Assistant

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SECRETARY OF STATE
TALLAHASSEE FL 32314

Encs.

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

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: ZF Industries, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 9/20/2011

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? January 1, 2013
5. New name of the limited liability company: ZF Gainesville, LLC
(must end with "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 end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Signature of a member or the authorized representative of a member
Julio Caspari, President of

ZF North America, Inc., Sole Member

Typed or printed name of signee

Filing Fee: \$25.00

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SECRETARY OF STATE
TALLAHASSEE FL 32304

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ZF INDUSTRIES, LLC", CHANGING ITS NAME FROM "ZF INDUSTRIES, LLC" TO "ZF GAINESVILLE, LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF NOVEMBER, A.D. 2012, AT 10:30 O'CLOCK A.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2013.

0868634 8100

121248478

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0002940

DATE: 11-20-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:30 AM 11/20/2012
FILED 10:30 AM 11/20/2012
SRV 121248478 - 0868634 FILE

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company:

ZF Industries, LLC

2. That **effective January 1, 2013**, the Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company shall be changed to:

ZF Gainesville, LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment

on the 16th day of November A.D. 2012.

By: _____

Authorized Person(s)

Name: Julio Caspari, Director
(print or type)