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**M39938**

April 5, 1999

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\*\*\*\*\*36.25 \*\*\*\*\*52.50

Secretary of State - Div. of Corporations  
ATTEN: Corporation Amendment Filing  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: FRED BONDESEN CHEVROLET, OLDSMOBILE, CADILLAC, INC.  
amended to F R B AUTOMOTIVE, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the executed Articles of Amendment to Articles of Incorporation for the above-named corporation. Please return a conformed copy of same to the office indicated above. Also enclosed is our firm check in the amount of \$131.25, made payable to the Department of State, in payment of the following fees:

Filing Fee	\$ 35.00
Certified Copy of Document	52.50
Certificate of Good Standing	8.75
<b>Total</b>	<b>\$ 96.25</b>

Thank you for your assistance in this matter.

Sincerely yours,

*Alex Ford*

F. A. Ford, Jr.

NC  
4-14-99  
DMS

FAFjr/jh  
Enclosures

**FILED**  
99 APR -8 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
FRED BONDESEN CHEVROLET, OLDSMOBILE, CADILLAC, INC.**

1. The present name of the corporation is **FRED BONDESEN CHEVROLET, OLDSMOBILE, CADILLAC, INC.** Upon this amendment, the new name of the corporation shall be **F R B AUTOMOTIVE, INC.**

2. The Articles of Incorporation of **FRED BONDESEN CHEVROLET, OLDSMOBILE, CADILLAC, INC.**, heretofore approved and filed in the office of the Secretary of State, State of Florida, on October 13, 1986, are hereby amended in the following particular:

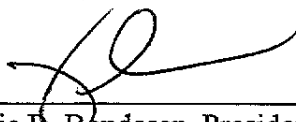
"ARTICLE I. The name of the corporation shall be "F R B AUTOMOTIVE, INC."

**CERTIFICATE OF APPROVAL OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
FRED BONDESEN CHEVROLET, OLDSMOBILE, CADILLAC, INC.**

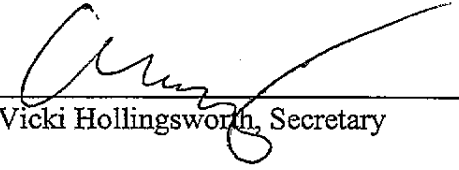
We, the undersigned, being the President and Secretary, respectively of **FRED BONDESEN CHEVROLET, OLDSMOBILE, CADILLAC, INC.**, hereby certify that the Board of Directors of the corporation did unanimously approve and recommend, on the 3 day of March, 1999, at a meeting duly called for that purpose, that the Articles of Incorporation of Fred Bondesen Chevrolet, Oldsmobile, Cadillac, Inc., heretofore filed and approved in the office of the Secretary of State, State of Florida, as stated above, be amended in the manner set forth above and did propose said amendment to the stockholders of the corporation.

WE DO FURTHER CERTIFY that at a meeting duly called for that purpose, the stockholders of the corporation did unanimously approve the foregoing amendment on the 3 day of March, 1999, and that the amendment was adopted as of that date.

IN WITNESS WHEREOF, the President of the corporation has hereunto affixed his signature and the Secretary of the corporation has also hereunto affixed her signature and the corporate seal of the corporation, this 3 day of March, 1999.

  
Frederic R. Bondesen, President

Attest:

  
Vicki Hollingsworth, Secretary

**FILED**  
99 APR -8 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AFFIDAVIT FOR AMENDMENT OF ARTICLES

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I DO HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take oaths and acknowledgments, personally appeared **Frederic R. Bondesen** and **Vicki Hollingsworth**, President and Secretary, respectively, of **FRED BONDESEN CHEVROLET, OLDSMOBILE, CADILLAC, INC.**, to me well known to be the individuals described in and who executed the foregoing Amendment to Articles of Incorporation and they acknowledged before me that the matters and things contained therein are true, and they did execute the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 3 day of March, 1999.

Elizabeth J. Bunzick  
Notary Public - State of Florida  
My Commission Expires July 31, 2000  
Commission # CC573818

Elizabeth J. Bunzick  
Notary Public, State of Florida  
Elizabeth J. Bunzick  
Printed/Typed Name of Notary  
Commission No. CC573818  
My Commission Expires: 7/31/2000  
Personally Known ✓  
AND/OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_