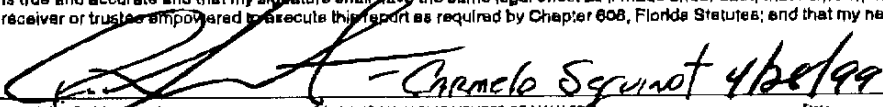


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED 99 MAY 13 AM 11:11 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
FILING FEE \$ 188.75 Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE		DOCUMENT # M98000000456			
1. Name and Mailing Address of Limited Liability Company ASBURY AUTOMOTIVE TAMPA GP L.L.C. C/O RIPPLEWOOD HOLDINGS L.L.C. 1 ROCKEFELLER PLAZA, 32ND FLOOR NEW YORK NY 10020		1a. Principal Place of Business Address C/O RIPPLEWOOD HOLDINGS L.L. 1 ROCKEFELLER PLAZA, 32ND FL NEW YORK NY 10020			
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country		3. Date Organized or Qualified 05/07/1998 4. FEI Number 13-3990508 5. Date of Last Report	
				3a. State of Formation DE ☐ Applied For ☐ Not Applicable	
7. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324		8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) 800002882448 Suite, Apt. #, etc. 05/21/99 01072 018 City FL Zip Code			
9. Pursuant to the provisions of Sections 608.416 and 608.506, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE _____ DATE _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when filing and)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	ASBURY VILLANOVA L.L.	1 ROCKEFELLER PLAZA, 32ND		NEW YORK NY	
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(9) (i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.					
SIGNATURE:		 Carmelo Sguinot 4/26/99 610-991-2957			