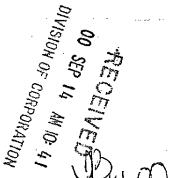
M99000000121

Document Number Only

CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615 Attn: Jeff Netherton

800003392948--2 -09/14/00--01006--017 *****300.00 ******25.00

CORPORATION(S) NAME				
Asbury Automotive Centra	al Florida, L.L.C.		-	
			<u> </u>	
() Profit () Nonprofit	() Amendment	() Merger	. <u>.</u> 00	;
() Foreign	() Dissolution/Withdrawal () Reinstatement	() Mark	SEP	AP.
() Limited Partnership () LLC	() Annual Report () Name Registration () Fictitious Name	() Other (x) Change of RATE () UCC		PROVE
() Certified Copy	() Photocopies	() CUS	: 25	
() Call When Ready (x) Walk In () Mail Out	() Call If Problem () Will Wait	() After 4:30 (x) Pick Up	_	
Name Availability	09/14/00			4
Document Examiner Updater			DIV.	· · · ·
VerifierAcknowledgement			DIVISION SEP 1	3
W.P. Verifier	- _	, , , , , , , , , , , , , , , , , , ,	-0	



STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

ASBURY AUTOMOTIVE CENTRAL FLORIDA, L.L.C.	
1. The name of the limited liability company is: ASBURY AUTOMOTIVE CENTRAL FLORIDA, L.L.C.	:
2. The mailing address of the limited liability company is:	-
4306 Pablo Oaks Court, Jacksonville, FL 32224	
JUNE 21, 1999 M99000000921 4. Document number	<i>.</i> •
3. Date of filing/registration in Florida 4. Document number	
5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:	-:
Charlie Tomm	
Name	
4306 Pablo Oaks Court	ï
Address	
Jacksonville, FL 32245 City, State and Zip	
CC S	
6. The name and address of the new registered agent and/or office:	J J
C T Corporation System	; }
Name 1200 South Pine Island Road	
1200 South Pine Island Road	;
Florida street address (P.O. Box NOT acceptable)	
Plantation FL 33324	
City, State and Zip	
If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company. Signature of a member or authorized representative of a member)	
BY: ASBURY JAX MANAGEMENT, L.L.C. (MEMBER) Tom Gibson, Authorized Representative (Printed or typed name of signee)	
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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change. CTCORPORATION SYSTEM MARY ALICE ROGERS (Signature of Registered Agent) Assistant Vice President	
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314	
inhsi8(10/99) FILING FEE: \$25.00	_

FL015-9/27/99 C T System Online