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SECRETARY OF STATE
AND ASSEE, FLORID.

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Amend

3080 Tamiami Trail East Naples, Florida 34112 Telephone (239) 649-4900 Fax (239) 649-0823 Internet: www.swflalaw.com

Treiser



Collins

Richard M. Treiser
Thomas A. Collins, II
Christopher J. Cona
Robert A. DeMarco
Bradley S. Donnelly

Craig A. Goddy ▲

Of Counsel:

James L. Arnold ∴ 🕱 💠

October 30, 2009

Corporate Records Bureau
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Articles of Amendment

Tri-County Honda Dealers Advertising Association, Inc.

Our File Number: 192.110

Dear Reader:

Enclosed you will find an original and one (1) copy of Articles of Amendment to Articles of Incorporation for Tri-County Honda Dealers Advertising Association, Inc. together with a check in the amount of \$43.75 representing your fee to file the Articles of Amendment and provide us with a certified copy of same.

After the Articles have been filed, please return the certified copy to us in the enclosed envelope.

If you have any questions, please do not hesitate to contact me directly.

Thank you for your attention and consideration.

Very truly yours,

TREISER COLLINS

Mary Jo Wojciechowski, PLS, FRP,

Paralegal to Thomas A. Collins II, Esquire

For the Firm

e-mail: maryjo@swflalaw.com

Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

TRI-COUNTY HONDA DEALERS ADVERTISING ASSOCIATION, INC.

A Florida not-for-profit Corporation

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name and Florida street address of the Registered Agent of the Association are amended as follows:

The name and Florida street address of the Registered Agent of the Association are: Ken Morrand, Registered Agent, at Germain Honda of Naples, 3707 Davis Boulevard, Naples, Florida 34104.

SECOND: The number of Directors of the Association is three (3) and the following persons have been appointed by the Members of the Association, pursuant to the By-laws, to serve as Directors of the Association until their successors are elected or qualified:

- Ken Morrand
 c/o Germain Honda of Naples
 3707 Davis Blvd.
 Naples, Florida 34104
- Bob Hamill
 c/o Charlotte Honda
 1252 Tamiami Trail
 Port Charlotte, Florida 33953
- Sanjay Prakash
 c/o Honda of Ft. Myers
 14020 South Tamiami Trail
 Fort Myers, Florida 33912

THIRD: The following persons have been elected by the Board of Directors of the Association, pursuant to the By-laws, to hold the offices set forth after their respective names, each to serve in the office or offices to which they are elected until the next annual meeting of the Board of Directors of the Association, or until their successors are elected and qualified:

President Ken Morrand

Vice President Bob Hamill

Secretary Bob Hamill

Treasurer Ken Morrand

The aforesaid amendments were adopted on the // day of OCTO-, 2009 and are se as of said date. effective as of said date.

The aforesaid amendments were approved by the Directors of the Association according to the requirements of the Association's By-Laws and the number of votes cast by the Directors for the amendments was sufficient for approval. No member approval was required, except with respect to amendment Second.

The appointment of the Directors of the Association, as provided in amendment Second, has been made and approved by the Members of the Association according to the requirements of the Association's By-Laws and is sufficient for approval.

Dated the // day of OCTOBE

Ken Mor

President of Tri-County Honda Dealers Advertising Association, Inc.

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 14 day of October 2009, by Ken Morrand, as President of Tri-County Honda Dealers Advertising Association, Inc., who is personally known to me or has produced fronda Drivers License as identification. NOTE: If a type of identification is not inserted in the blank provided, then the person executing this instrument was personally known to me.

My commission expires

2,2011

JENNIFER MEE COMMISSION # DD 691424 EXPIRES: July 2, 2011

Typed, Printed or Stamped Name

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated Association at the place designated in the above Articles of Amendment to Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in such capacity. I further agree to comply with the provisions of all Florida 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.

Dated: M day of cons., 2009.

Ken Morgard, Registered Agent