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Florida Department of State

Division of Corporations

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

95TH AVENUE INDUSTRIAL PARK PROPERTY OWNERS ASSOCIAT

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Amend/AC

T. Roberts FEB 18 2008

February 14, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

95TH AVENUE INDUSTRIAL PARK PROPERTY OWNERS ASSOCIATION
2555 TELEGRAPH ROAD
BLOOMFIELD HILLS, MI 48302

SUBJECT: 95TH AVENUE INDUSTRIAL PARK PROPERTY OWNERS ASSOCIATION, INC.
REF: N96000001449

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The capacity of the officer/director signing should be indicated. Ex. President, Vice President, Chairman of the Board, etc.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Tina Roberts
Regulatory Specialist II

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

95TH AVENUE INDUSTRIAL PARK PROPERTY OWNERS ASSOCIATION, INC.

The undersigned, pursuant to Florida Statutes and the Articles of Incorporation (the "Articles") for 95th Avenue Industrial Park Property Owners Association, Inc. (the "Corporation") does hereby adopt the following amendments to the state as follows:

1. Article I of the Articles is amended to change the name of the Corporation to be as follows:

PAG ROYAL PALM PROPERTY OWNERS ASSOCIATION, INC.

2. The Articles are amended to replace each instance of "95th AVENUE INDUSTRIAL PARK" with "PAG ROYAL PALM AUTOMOTIVE PARK".

3. The Articles are amended to replace each instance of "Ranger Construction Industries, Inc., a Florida corporation" with "Penske Automotive Group, Inc., a Delaware corporation".

4. Exhibit A referred to in Article II of the Articles shall be replaced with Exhibit "A" attached to this Amendment.

5. Article III of the Articles shall be amended to change the principal place of business of the Corporation to 2555 Telegraph Road, Bloomfield Hills, MI 48302.

6. Article VI, paragraph E of the Articles shall be amended to change the Board of Directors to the following:

Name	Address
Roger Penske, Jr.	2555 Telegraph Road Bloomfield Hills, MI 48302
Glenn Grosso	2555 Telegraph Road Bloomfield Hills, MI 48302
Aaron Michael	2555 Telegraph Road Bloomfield Hills, MI 48302

7. Article VII of the Articles shall be amended to change the Officers to the following:

Title	Name	Address
President	Roger Penske, Jr.	2555 Telegraph Road Bloomfield Hills, MI 48302
Vice President	Glenn Grosso	2555 Telegraph Road Bloomfield Hills, MI 48302
Secretary Treasurer	Aaron Michael	2555 Telegraph Road Bloomfield Hills, MI 48302

8. This Amendment was adopted as of the date set forth below. The date of adoption of each amendment is August 30th, 2007.

9. This Amendment was adopted unanimously by the Corporation's Board of Directors. There are no members or members entitled to vote on the amendment and the date of adoption of the amendment by the board of Directors is August 30, 2007.

Dated this 30 day of August, 2007.

BY THE BOARD OF DIRECTORS:

ROGER PENSKE, JR.
President

GLENN GROSSO
Vice President

AARON MICHAEL
Secretary/Treasurer