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CAPITAL CONNECTION

NO. 4721

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PAG ROYAL PALM PROPERTY OWNERS ASSOCIATION, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

08 FEB 20 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The undersigned, pursuant to Florida Statutes and the Articles of Incorporation (the "Articles") (the "Corporation") does hereby adopt the following amendments to the state as follows:

PAG ROYAL PALM PROPERTY OWNERS ASSOCIATION, INC.

1. The Articles are amended to replace each instance of "Ranger Construction Industries, Inc., a Florida corporation" with "Penske Automotive Group, Inc., a Delaware corporation".
2. Exhibit A referred to in Article II of the Articles shall be replaced with Exhibit "A" attached to this Amendment.
3. 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.
4. Article VI, paragraph E of the Articles shall be amended to change the Board of Directors to the following:

<u>Name</u>	<u>Address</u>
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

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

<u>Title</u>	<u>Name</u>	<u>Address</u>
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

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

7. This Amendment was adopted unanimously by the Corporation's Board of Directors, and unanimously by all members entitled to vote on the amendment and the date of the adoption of the amendment by the Board of Directors as 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