P95000070674

Akerman Senterfitt & Eidson
(Requestor's Name)
216 S Monroe St 200
(Address)
Tallahassee, Fl 32302 222-3471
(City, State, Zip) (Phone #)

OFFICE USE ONLY

000001584068
-09/14/95 -01001 002
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SRAC Operating Corporation
(Corporation Name) (Document #)
2.
(Corporation Name) (Document #)
3.
(Corporation Name) (Document #)
4.
(Corporation Name) (Document #)

- [x] Walk in
- [ ] ~~Pick up time~~ 9-14-95
- [x] Certified Copy
- [ ] Mail out
- [ ] Will wait
- [ ] Photocopy
- [ ] Certificate of Status

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NEW FILINGS	
✓	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fi[illegible] Name
	N[illegible] [illegible]servation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials

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D. BROWN SEP 13 1995

ARTICLES OF INCORPORATION
OF
SRAC Operating Corporation

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is SRAC Operating Corporation.

ARTICLE II

MAILING ADDRESS

The mailing address of the corporation is One Financial Plaza, Suite 1700, Fort Lauderdale, Florida 33394.

ARTICLE III

CAPITAL STOCK

The number of shares of stock that the corporation is authorized to issue is One Thousand (1000) shares of common stock, $1.00 par value per share. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 801 Brickell Avenue, 24th Floor, Miami, Florida 33131. The name of the corporation's initial registered agent at that office is American Information Services, Inc.

ARTICLE V

INCORPORATOR

The name and street address of the incorporator of the corporation is Marshall R. Burack, 801 Brickell Avenue, 24th Floor, Miami, Florida 33131.

ARTICLE VI

INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of September, 1995.

Marshall R. Burack

Marshall R. Burack, Incorporator

CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of SRAC Corporation, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

> Having been named as registered agent to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 12th day of September, 1995.

American Information Services, Inc.

By: Cynthia A. McDaniel

Cynthia A. McDaniel, Assistant Secretary

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Akerman Senterfitt
Requestor's Name

Address

City/State/Zip Phone #

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95 NOV 30 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. SRAC Corporation (Corporation Name) P95000070119 (Document #)
2. SRAC Operating Corporation (Corporation Name) P95000070674 (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
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	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
X	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
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	Reinstatement
	Trademark
	Other

N. ...
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Examiner's Initials	

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SRAC OPERATING CORPORATION
a Florida corporation

Pursuant to the Florida Business Corporation Act, Article I of the Articles of Incorporation of SRAC OPERATING CORPORATION, a Florida corporation, hereinafter referred to as the "Corporation", is hereby amended to read as follows:

ARTICLE I

The name of the Corporation is AutoNation USA Corporation

The foregoing Amendments to the Articles of Incorporation of the Corporation were proposed and approved by the Corporation's shareholders on November 22, 1995, pursuant to Section 607.1003 of the Florida Business Corporation Act. The number of votes cast in favor of the amendment by the shareholders was sufficient for approval of the amendment.

In accordance with Section 607.0123(1)(a) of the Florida Business Corporation Act, these Amendments shall be effective upon filing by the Department of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment effective as of the 22nd day of November, 1995.

SRAC OPERATING CORPORATION

By: Thomas A. Gruber
Name: THOMAS A. GRUBER
Title: SENIOR VICE PRESIDENT

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JOINT WRITTEN CONSENT BY
THE BOARD OF DIRECTORS AND SHAREHOLDERS
OF SRAC OPERATING CORPORATION
a Florida corporation

The undersigned, constituting all of the members of the Board of Directors and all of the shareholders of **SRAC OPERATING CORPORATION**, a Florida corporation, hereinafter referred to as the "Corporation" do hereby consent to the following actions pursuant to Sections 607.0821 and 607.1003 of the Florida Business Corporation Act:

RESOLVED, that Article I of the Corporation's Articles of Incorporation be amended to read as follows:

ARTICLE I
NAME

The name of the Corporation is **AutoNation USA Corporation**

FURTHER RESOLVED, that, upon the approval of such amendment by the Corporation's directors and shareholders, the President or any Vice President of the Corporation is authorized and directed to execute and to file with the Secretary of State of Florida, Articles of Amendment to the Corporation's Articles of Incorporation to effect the foregoing amendment.

IN WITNESS WHEREOF, the undersigned directors have executed this Consent as of November 22, 1995.

DIRECTORS:

H. Wayne Huizenga

Richard C. Rochon

Steven Berrard

Lawrence S. Rich

IN WITNESS WHEREOF, the undersigned shareholders have executed this Consent as of November 12, 1995.

SHAREHOLDERS:

SRAC CORPORATION

By: Thomas A. Seuberg

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