



THE UNITED STATES
CORPORATION
COMPANY

P96 000/03639

FILED
97 FEB 19 PM 4:09
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 264921 170159A

AUTHORIZATION : Patricia Piquet

COST LIMIT : \$ 35.00

ORDER DATE : February 19, 1997

ORDER TIME : 10:29 AM

ORDER NO. : 264921-005

CUSTOMER NO: 170159A

9000002092159--0

CUSTOMER: Ms. Carrie P. Fagan
Bruce Brashear, Esq
Suite A
920 N. W. 8th Avenue
Gainesville, FL 32601

DOMESTIC AMENDMENT FILING

NAME: HARFRED-TAYLOR VOLVO, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: De

James
Charles
2/24/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 19, 1997

CSC - W. CHARLES EARNEST
TALLAHASSEE, FL

SUBJECT: HARFRED-TAYLOR VOLVO, INC.
Ref. Number: P96000103639

RESUBMIT
Please give original
submission date as file date

We have received your document for HARFRED-TAYLOR VOLVO, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

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

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

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 097A00008896

2-18-1997 4:48PM

FROM BRUCE BRASHEAR, ATTY 352 336 0505

P. 2

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
HARFRED-TAYLOR VOLVO, INC.

97 FEB 19 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Department of State
Tallahassee, Florida 32304

No shares having been issued, the following amendment to the Articles of Incorporation of Harfred-Taylor Volvo, Inc., is hereby made by its Directors and Incorporator in the manner prescribed by the Florida General Corporation Act.

I Article I is hereby amended as follows:

Article I

Name. The name of this Corporation is Harfred-Taylor Automotive Group, Inc.

IN WITNESS WHEREOF the undersigned Director has executed these Articles of Amendment on FEB. 18th, 1997. The date of adoption of this amendment shall be February 18, 1997.

HARFRED-TAYLOR VOLVO, INC.

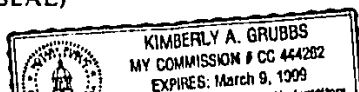
By: Terry Taylor
TERRY TAYLOR
Director, Incorporator

STATE OF FLORIDA
COUNTY OF Volusia

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Terry Taylor, to me known to be the person described in and who executed the foregoing Articles of Amendment and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 18 day of February, A D 1997

(SEAL)



Kimberly A. Grubbs
Notary Public, State of Florida
My Commission Expires: March 9, 1999