7000002764 Document Number Only C T CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street Address Tallahassee, Florida 32301 State Phone City Zip CORPORATION(S) NAME () Profit / Amendment () Merger () NonProfit () Limited Liability Company () Dissolution/Withdrawal () Mark () Foreign () Annual Report () Other () Limited Partnership () Change of A () Reinstatement () Reservation () Fictitio ()/Limited Liability Partnership () Photo Copies Certified Copy () CUS () After 4:30 (') Call When Ready () Call if Problem () Will Wait Pick Up Walk In () Mail Out Name Availability PLEASE RETURN EXTRA COPY(S) FILE STAMPED Document Examiner Updater Verifler Acknowledgment W.P. Verifler

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 7, 1997

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: RI/MDP ACQUISITION CORP.

Ref. Number: P97000002764

We have received your document for RI/MDP ACQUISITION CORP. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your corporate name is unavailable. Chapter 607.0401(4), Florida Statutes states corporate names "must be distinguishable from the names of all either entities or filings organized or registered under the laws of this state, which names are on file with the Division."

We must have written consent from the Limited Partnership before this name can be used.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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.

Dariene Connell Corporate Specialist

Letter Number: 197A00011770

3.00

Please Joseph dite when beauted

The 3- 16-97

Discharge

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

WRITTEN CONSENT GRANTING APPROVAL FOR USE OF NAME

Maroone Dodge Pompano, Limited, a limited partnership (the "Partnership") organized and existing under the laws of the State of Florida, does hereby grant permission and approve the filing of Articles of Amendment, in the form attached hereto as Exhibit A, for RI/MDP Acquisition Corp, a Florida corporation, to change its name to Maroone Dodge Pompano, Inc.

The undersigned, being the Secretary of RI/MDP Acquisition Corp., the general partner of the Partnership, has executed this Written Consent Granting Approval for Use of Name of behalf of the Partnership this 11 th day of March, 1997.

> Maroone Dodge Pompano, Limited, a Florida limited partnership

By RPMDP Acquisition Corp., general partner

Name: Richard L. Handley

Title: Secretary

ARTICLES OF AMENDMENT

OF

RI/MDP ACQUISITION CORP.



PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

FIRST: THE NAME OF THE CORPORATION IS RI/MDP Acquisition Corp.

SECOND: THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE AMENDED BY CHANGING THE ARTICLE NUMBERED I SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:

The name of the Corporation shall be Maroone Dodge Pompano, Inc.

THIRD: THE AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CORPORATION SET FORTH ABOVE WAS ADOPTED ON March 4, 1997.

FOURTH: PRIOR TO THE ISSUANCE OF SHARES, THE AMENDMENT WAS ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED ON March 4, 1997.

RI/MDP Acquisition Corp.

(FL - 2085 - 7/9/93)

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