POZODO JOS SUBSCIENCE & ROLLINGS

JAMES L. COTTRELL
MARTHA S. WARCHOL
WILLIAM C. MERCHANT
Certifled Circuit Court Mediator
Court Appointed Arbitrator
HARVEY ROLLINGS
Certified Family Law Mediator
Certified Circuit Court Mediator
ROBERT E. BONE, JR.
TRACY L. COGHILL

1633 SOUTHEAST 47TH TERRACE CAPE CORAL, FLORIDA 33904 OR POST OFFICE BOX 767 CAPE CORAL, FLORIDA 33910

. (941) 542-0700 FAX (941) 542-8627 REAL ESTATE FAX (941) 542-5689

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February 13, 1998

Corporate Records Bureau Division of Corporations Department of State Tallahassee, Florida 32301

Attn: Corporate Division

RE: San Juan Ford Lincoln Mercury, Inc.;

Corporate Number P97000103548

Dear Sir or Madam:

Enclosed herewith is the original and one copy of the Amendment to the Articles of Incorporation of the above referenced corporation.

Please return a certified copy of the Amendment to this office. After the Amendment has been filed would you please also forward a Certificate of Good Standing to our office. I have enclosed a check in the amount of \$96.25 (\$35.00 Amendment filing fee, \$52.50 Certified Copy fee, \$8.75 Certificate Good Standing fee) to cover the cost of such.

Thank you for your cooperation in this matter.

Sincerely,

Harvey Rollings

HR/md Enclosures

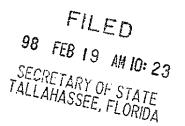
VS FEB 2 0 1998

N/C

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION PURSUANT TO FLORIDA STATUTES 607.1001

SAN JUAN FORD LINCOLN MERCURY, INC.

The undersigned hereby avers and affirms:



- 1. The name of the corporation is San Juan Ford Lincoln Mercury, Inc. Such corporation was formed on December 8, 1997.
- Article I of the Articles of Incorporation has been amended to read as follows:

ARTICLE I.

The name of the corporation shall be: Caribe Ford Lincoln Mercury, Inc.

The address of the principal office of this corporation shall be 5314 SW Sands Boulevard, Cape Coral, Florida, and the mailing address shall be the same.

This Amendment was adopted by all stockholders and directors of San Juan Ford Lincoln Mercury, Inc., on February 9, 1998, by written consent.

ATTEST:

BY:

SAN JUAN FORD LINCOLN

MERCURY, INC.

GARY FRONRATH,

Secretary

STEVE WESTPHAL,

President

STATE OF FLORIDA COUNTY OF 6 AlmBON

The foregoing instrument was acknowledged before me this \underline{g} day of February, 1998, by STEVE WESTPHAL, as President, and GARY FRONRATH, as Secretary, of Caribe Ford Lincoln Mercury, Inc., formerly known as San Juan Ford Lincoln Mercury, Inc., a corporation, on behalf of the corporation. The above are personally known to me or have produced as

identification and who did/did not take an oath.

Notary Public

Print Name: PATRICIA L. HOGAN

E COMMISSION # CC 660930 EXPIRES JUL 1, 2001 ATLANTIC BONDING CO., INC.

My Commission Expires: