

P97000103548

COTTRELL, WARCHOL, MERCHANT & ROLLINGS, L.L.P.

A FLORIDA LIMITED LIABILITY PARTNERSHIP
FEIN 59-2851736

JAMES L. COTTRELL
MARTHA S. WARCHOL
WILLIAM C. MERCHANT
Certified Circuit Court Mediator and
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 100767
CAPE CORAL, FLORIDA 33910

(941) 542-0700
FAX (941) 542-8927
REAL ESTATE FAX (941) 542-5699
E-MAIL: cwmr@peganet.com

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 MAY -1 PM 2:05

March 28, 2000

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

Attn: Corporate Division

RE: Caribe Ford Lincoln Mercury, Inc.
Corporate Number P97000103548

300003235263--2
-05/02/00-01058-006
*****36.25 *****52.50

Dear Sir or Madam:

Enclosed herewith are 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 of Good Standing fee) to cover the costs of such.

Thank you for your cooperation in this matter.

Sincerely,



Harvey Rollings

HR:dmd

Encs.

N/c

V. SHEPARD MAY 15 2000

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

OF

CARIBE FORD LINCOLN MERCURY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -1 PM 2:05

The undersigned hereby avers and affirms:

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

ARTICLE I. NAME

1. The name of the corporation shall be:

Caribe Ford, Inc.

The address of the principal office of this corporation shall be 5314 SW Sands Boulevard, Cape Coral, Florida, 33914, and the mailing address shall be the same.

3. This Amendment was adopted by all stockholders and directors of Caribe Ford Lincoln Mercury, Inc., on April 24, 2000, by written consent.

ATTEST:

CARIBE FORD LINCOLN MERCURY, INC.

BY:

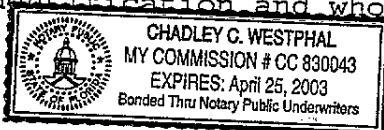
[Signature]
GARY FRONRATH,
Secretary

BY:

[Signature]
STEVE WESTPHAL,
President

STATE OF FLORIDA
COUNTY OF Lee

The foregoing instrument was acknowledged before me this 24th day of April, 2000, by STEVE WESTPHAL, as President of Caribe Ford, Inc., formerly known as Caribe Ford Lincoln Mercury, Inc., a corporation, on behalf of the corporation. The above is personally known to me or has produced [Signature] as identification and who did/did not take an oath.



[Signature]
Notary Public

Print Name: Chadley C. Westphal

My Commission Expires:

STATE OF FLORIDA
COUNTY OF P.B.

The foregoing instrument was acknowledged before me this 21 day of April, 2000, by GARY FRONRATH, as Secretary, of Caribe Ford, Inc., formerly known as Caribe Ford Lincoln Mercury, Inc., a corporation, on behalf of the corporation. The above is personally known to me or has produced _____ as identification and who did/did not take an oath.

Patricia L. Hogan
Notary Public

Print Name: Patricia L. Hogan

My Commission Expires:



PATRICIA L. HOGAN
COMMISSION # CC 660930
EXPIRES JUL 1, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.