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851 East Park Avenue
Tallahassee, Florida 32301
FILED
APR - 6 PM 2:51
904/222-2000
904/222-4951
TALLAHASSEE, FLORIDA
STATE

April 4, 2000

HAND DELIVERY

Secretary of State
State of Florida
Corporations Division
Tallahassee, FL 32301

Amend

100003198801--6
-04/06/00--01083--015
*****35.00 *****35.00

Re: Champion Chevrolet, Inc., and University Chevrolet, Inc.

Dear Sir:

Enclosed you will find the Articles of Amendment for each of the above-referenced corporations together with two (2) checks in the amount of \$35.00 each for the amendment filing fees.

Your attention to this matter is appreciated.

Very truly yours,

Robert D. Mendelson

Robert D. Mendelson

RDM:jsc
Enclosures
cc: Mr. Larry Strom

RECEIVED
00 APR - 6 PM 2:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

P.S. Please stamp in the Ultra
Copies Showing Filing info

*TRM
RDM*

*APR
4/6/00*

**ARTICLES OF AMENDMENT OF
THE ARTICLES OF INCORPORATION
OF CHAMPION CHEVROLET, INC.**

FILED
00 APR -6 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Department of State
Tallahassee, Florida

Pursuant to Florida law, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation. The name of the Corporation is CHAMPION CHEVROLET, INC. The following amendment of the Articles of Incorporation was adopted by the directors and shareholders of the Corporation on February 22, 2000, in the manner prescribed by Florida law:

1. Article IV of the Articles of Incorporation is amended to read as follows:

The Corporation shall be authorized to issue 10,000 shares of common stock, all of one class, with a par value of \$1.00 per share. There shall be 1,000 shares of Voting Common Stock A and 9,000 shares of Nonvoting Common Stock B. Each share of Common Stock A shall be entitled to one vote. No votes are allocated to Common Stock B which shall be nonvoting. In all other respects, Common Stock A and Common Stock B shall be identical.

2. The number of votes cast for this amendment by the Shareholders was sufficient for approval.

3. These Articles of Amendment have been executed by the directors and shareholders of the Corporation to manifest their intention that this amendment be made.

DATED 3-27, 2000.

WITNESSES:

CHAMPION CHEVROLET, INC.

Deborah A. Dean
Becky Chisholm

By: *[Signature]*

Its President

Delores A. Dean
Becky C. Brinson

Larry O. Strom
LARRY O. STROM
Director and Shareholder

Patty Sheis
Jacqui Watson

James L. Hewitt
JAMES L. HEWITT
Director and Shareholder

Delores A. Dean
Becky C. Brinson

Harrell T. Revell
HARRELL T. REVELL
Director and Shareholder