

941
This Instrument Prepared By:

William S. Brewbaker III
Wallace, Brooke & Byers
2000 South Bridge Parkway
Suite 525
Birmingham, Alabama 35209

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CENTURY NISSAN, INC.

Pursuant to the provisions of Section 10-2A-113 of the Code of Alabama, 1975, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is Century Nissan, Inc.

SECOND: The following amendment to the Articles of Incorporation was adopted by the Shareholders of the Corporation on January 1, 1990, in the manner prescribed by the Alabama Business Corporation Act:

Article the FOURTH of the Articles of Incorporation of the Corporation is amended to read in its entirety as follows:

"FOURTH: The aggregate number of shares which the corporation shall have authority to issue is One Hundred Fifteen Thousand (115,000) shares of the common stock of the par value of Ten Cents (\$.10) per share."

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THIRD: The number of shares of the Corporation outstanding at the time of such adoption was Eighty-Five Thousand (85,000), and the number of shares entitled to vote thereupon was Eighty-Five Thousand (85,000).

FOURTH: The number of shares voted for such amendment was Eighty-Five Thousand (85,000); and no shares were voted against such amendment.

FIFTH: Dated January 1, 1990.

CENTURY NISSAN, INC.

By: S. A. Pelt
As Its President

and

By: David F. Byers
As Its Secretary

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

Appeared before me, the undersigned Notary Public in and for said County in said State, Sam A. Pilato, III, President of Century Nissan, Inc., who, having been first duly sworn, did depose and state as follows:

1. That his name is Sam A. Pilato, III.
2. That he is the President of Century Nissan, Inc.
3. That he has read the foregoing Articles of Amendment in their entirety and is familiar with the contents thereof.
4. That the foregoing Articles of Amendment are true and correct to the best of his information, knowledge and belief.
5. Further Affiant said not.

S. A. Pilato III
Affiant

SWORN TO AND SUBSCRIBED BEFORE ME, this 15th day of September, 1990.

Peggy M. Sweeney
Notary Public

My Commission Expires:
MY COMMISSION EXPIRES NOVEMBER 16, 1993

[NOTARY SEAL]

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State of Alabama

SHELBY

County

CERTIFICATE OF AMENDMENT

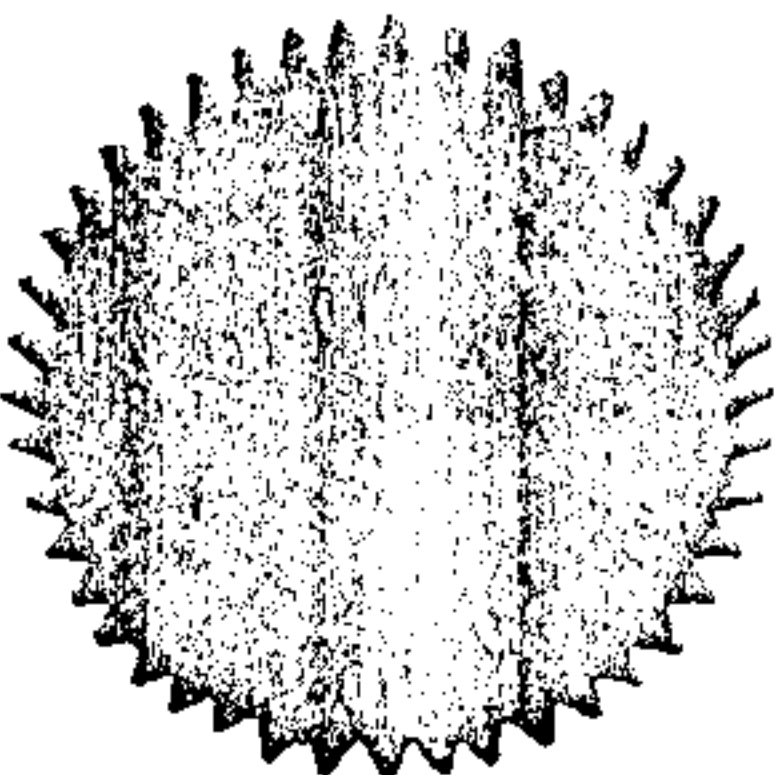
OF

CENTURY NISSAN, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of AMENDMENT of CENTURY NISSAN, INC., duly signed and verified pursuant to the provisions of Section 10-2a-113 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of AMENDMENT of CENTURY NISSAN, INC., and attaches hereto a duplicate original of the Articles of AMENDMENT.

GIVEN Under My Hand and Official Seal on this the 17TH day of SEPTEMBER, 19 90.



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

90 SEP 17 PM 3:58

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Thomas A. Snowden, Jr.
Judge of Probate

Recd 10.00
Jud 3.00
13.00