

State of Idaho

Department of State.

CERTIFICATE OF AMENDMENT OF

ROUNDTREE CHEVROLET, INC.

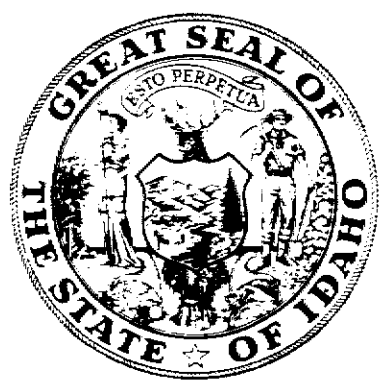
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

ROUNDTREE CHEVROLET, INC.

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated June 21 19 88



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

RECEIVED
SEC. OF STATE

88 JUN 21 AM 8 45

ARTICLES OF AMENDMENT
to the
ARTICLES OF INCORPORATION
of
ROUNDTREE CHEVROLET, INC.

Pursuant to the provisions of Section 30-1-61 of the Idaho Business Corporation Act, Roundtree Chevrolet, Inc. has adopted the following Articles of Amendment to its Articles of Incorporation:

I

The name of the corporation is Roundtree Chevrolet, Inc.

II

The following amendment to the Articles of Incorporation was adopted by the shareholder and directors of the corporation on JUNE 8, 1988, in the manner prescribed by the Idaho Business Corporation Act:

RESOLVED, that Article IV of the Articles of Incorporation of the corporation is hereby amended to read as follows:

IV

The purposes for which this corporation is organized shall be and are:

- (1) To operate an automobile dealership.
- (2) To engage in the business of credit life and credit disability insurance.
- (3) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated.

(4) To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

(5) To lend money and use its credit to assist its employees.

(6) To purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district or municipality, or of any instrumentality thereof.

(7) To purchase, hold, sell and reissue the shares of the stock of this corporation to the extent of unreserved and unrestricted capital surplus available therefor.

(8) To carry on any business whatsoever which the corporation may deem proper or convenient to promote the interests of the corporation or to enhance the value of its property.

(9) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

(10) To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.

(11) To conduct its business, carry on its operations and have offices and exercise the powers granted by these Articles, within or without this state.

(12) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(13) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state,

for the administration and regulation of the affairs of the corporation.

(14) To make donations for the public welfare or for charitable, scientific or educational purposes.

(15) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(16) To pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers and employees.

(17) To be a promoter, partner, member, associate or manager of any partnership, joint venture, trust or other enterprise.

(18) To have and exercise all powers necessary or convenient to effect its purposes.

(19) To do all things authorized or permitted by the Idaho Business Corporation Act now in effect or as it may be subsequently amended.

(20) To conduct its business and exercise all or any of its powers as above specified, or otherwise, in the state of Idaho, or in any other state, territory or colony of the United States, the District of Columbia, or any other part of the world, as fully and to the same extent as natural persons might or could do, either alone or in association with others, and at its option to have one or more offices or places of business as shall be determined by its board of directors within the state of Idaho in addition to its registered and principal place of business as set out in these Articles.

(21) The foregoing clauses shall be construed both as objects and powers, and the foregoing enumeration of specific objects and powers shall not be construed to limit or restrict in any manner the power to do all and everything necessary, suitable, convenient or proper for the accomplishment or attainment of any one or more of its purposes, or incidental to its purposes and objects, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation to the same extent and as fully as a natural person might or could do.

III

The number of shares of the corporation outstanding at the time of such adoption was 15,000, and the number of shares entitled to vote thereon was 15,000.

IV

The number of shares voted for such amendment was 15,000, and the number of shares voted against such amendment was NONE.

V

Such amendment does not effect a change in the amount of the stated capital of the corporation.

Dated JUNE 8th, 1988.

ROUNDTREE CHEVROLET, INC.

By [Signature]
President

By [Signature]
Secretary

STATE OF Idaho)
County of Ada) ss.

Kevin Reinschmidt, being first duly sworn, deposes
and says:

That he is the President of ROUNDTREE CHEVROLET,
INC., an Idaho corporation, and is the person who executed the
above and foregoing Articles of Amendment to the Articles of
Incorporation of ROUNDTREE CHEVROLET, INC., and that the facts
set forth in said Articles of Amendment are true and correct.

Reinschmidt

SUBSCRIBED AND SWORN to before me, this 8 day of
June, 1988.

Sam E. [Signature]
Notary Public for: Idaho
Residing at: Boise, Idaho
My Commission Expires: 10-1-88