

Filing Fee: \$50.00

ID Number: 157180



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

**STATEMENT OF ABANDONMENT OF
USE OF FICTITIOUS BUSINESS NAME**

Pursuant to the provisions of Section 7-1.2-402, 7-16-9 or 7-13-2 of the General Laws of Rhode Island, 1956, as amended, the undersigned business corporation, limited liability company or limited partnership hereby abandons the use of a fictitious business name in the transaction of business in the state of Rhode Island and submits the following:

1. The legal name of the applicant business corporation, limited liability company, or limited partnership is:

PAG Distributor S1 LLC

2. The fictitious business name being abandoned is Smart USA

3. The date when the original fictitious business name statement was filed is 9/20/2006

4. The state or territory under the laws of which it is incorporated, organized or formed is Delaware

5. The date of incorporation, organization or formation is 04-06-2006

6. If a business corporation, the address of the registered office within Rhode Island is _____

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SECRETARY OF STATE
CORPORATIONS DIV
2011 OCT 21 AM 11:36

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: 9/11/11

PAG Distributor S1 LLC

Name of Applicant Corporation, Limited Liability Company or Limited Partnership

By [Signature]
Signature of Authorized Officer of the Corporation

By [Signature]
Signature of Authorized Person for the Limited Liability Company

Maggie Feher, Asst. Secretary of Penske Automotive Group, Inc.
or
its Sole Member

By _____
Signature of Authorized Person for the Limited Partnership

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BY 154841 U:36



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

