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FICTITIOUS BUSINESS NAME STATEMENT

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-7.1 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following statement for authority to transact business in the State of Rhode Island under a fictitious name:

FIRST: Fictitious Business name to be used . TARBOX MOTORS

SECOND: Name of applicant corporation TARBOX MOTORS, INC.

THIRD: Incorporated under the laws of Rhode Island

FOURTH: Date of incorporation January 3, 1956

FIFTH: Business in which engaged Buying, selling, distributing, leasing and otherwise dealing in at wholesale or retail new automobiles and vehicles, etc.

SIXTH: Address of registered office within Rhode Island 200 Centerville Road
Warwick, RI 02886

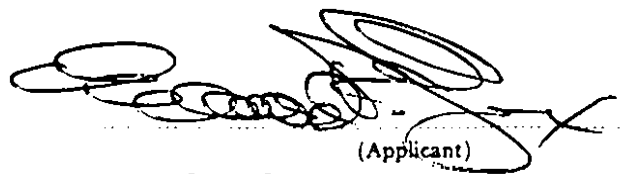
SEVENTH: Applicant is otherwise qualified to do business in the State of Rhode Island.

Dated June 3, 1996

FILED

JUN 03 1996

By Ed #55
162425 96 JUN 29 71 E NOY



(Applicant)

By Edward P. Tarbox
Its Vice President

RECEIVED
SECRETARY OF STATE
JUN 12 1996