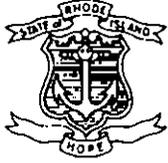


Filing Fee: \$50.00

ID Number: 89460



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

**FICTITIOUS BUSINESS NAME STATEMENT
(To Be Filed In Duplicate)**

Pursuant to the provisions of Section 7-1.1-7.1, 7-16-9 or 7-13-2 of the General Laws, 1956, as amended, the undersigned business corporation, limited liability company or limited partnership hereby submits the following statement for authority to transact business in the state of Rhode Island under a fictitious business name:

- 1. The legal name of the applicant business corporation, limited liability company or limited partnership is: Tarbox Management, L.L.C.
- 2. The fictitious business name to be used is Tarbox Scion
- 3. The state or territory under the laws of which it is incorporated, organized or formed is Rhode Island
- 4. The date of incorporation, organization or formation is May 20, 1996
- 5. If a business corporation, the address of its registered office within Rhode Island is 260 West Exchange Street, Suite 305-2, Providence, RI 02903
- 6. If a business corporation, the business in which it is engaged automobile dealership
- 7. Applicant is otherwise authorized to do business in the state of Rhode Island.

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

Date: December 3, 2003

Tarbox Management, L.L.C.

Name of Applicant Corporation, Limited Liability Company or Limited Partnership

FILED
FEB 12 2004
By CV877

By _____ / _____
Signature of Officer for the Corporation Title

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

By _____ or _____
Signature of Authorized Person for the Limited Partnership

RECEIVED
SECRETARY OF STATE
FEB 12 3 27 PM '04

TARBOX MOTORS INC.
1100 Tower Hill Road
North Kingstown, RI 02852

December 3, 2003

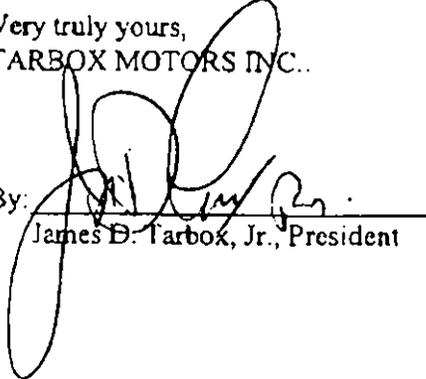
Secretary of State
State of Rhode Island
100 North Main Street
Providence, Rhode Island 02903

Subject: Consent to Use of Name

Dear Sir or Madam:

TARBOX MOTORS INC., a Rhode Island corporation, hereby consents to the use of the name "Tarbox Scion" by Tarbox Management, L.L.C., as a fictitious business name.

Very truly yours,
TARBOX MOTORS INC..

By: 
James D. Tarbox, Jr., President