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RET. TO: ROBERT A. LUCAS  
115 W. 5TH AVE  
GARY, IND 46402

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APPROVED AND FILED  
JUN 3 1969  
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Corporate Form No. 4 (Sept. 1967) - Page One  
ARTICLES OF AMENDMENT (Amending Individual Articles Only)  
Prescribed by the Secretary of State of Indiana  
Filing Requirements - Present 3 Executed Copies to Secretary of State  
Recording Requirements - Before Exercising any Authority under Amendment, Record 1 of such 3 Executed Copies, as Approved and Returned by Secretary of State, with Recorder of County where Principal Office is Located.

William H. Salin  
SECRETARY OF STATE INDIANA

STOP

ARTICLES OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION



WALTER & LENNERTZ, INC.

The undersigned officers of Walter & Lennertz, Inc. (hereinafter referred to as the "Corporation"), existing pursuant to the provisions of The Indiana General Corporation Act, as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certify the following facts:

SUBDIVISION A  
THE AMENDMENTS

The exact text of Article I of the Articles of Incorporation of the Corporation, as amended (hereinafter referred to as the "Amendments"), now is as follows:

The name of the Corporation is **LENNERTZ OLDSMOBILE, INC.**

STATE OF INDIANA  
LAKE COUNTY  
FILED FOR RECORD  
Jun 15 11 15 AM '69  
ANDREW J. MCGENKO  
RECORDER

**FILED**

JUN 13 1969

*Barney J. ...*  
AUDITOR LAKE COUNTY

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SUBDIVISION B

MANNER OF ADOPTION AND VOTE

1. Action by Directors (select appropriate paragraph)

~~1. The Board of Directors of the Corporation, at a meeting held on \_\_\_\_\_, 19\_\_\_\_, at which \_\_\_\_\_ were present, adopted the following resolution: \_\_\_\_\_~~

(b) By written consent executed on May 19, 1969, signed by all of the members of the Board of Directors of the Corporation, a resolution was adopted proposing to the Shareholders of the Corporation entitled to vote in respect of the Amendments, that the provisions and terms of Article \_\_\_\_\_ of its Articles of Incorporation be amended so as to read as set forth in the Amendments, and a meeting of such shareholders was called to be held May 19, 1969, to adopt or reject the Amendments, unless the same were so approved prior to such date by unanimous written consent.

2. Action by Shareholders (select appropriate paragraph)

~~(a) The Shareholders of the Corporation entitled to vote in respect of the Amendments, at a meeting thereof, duly called, constituted and held on \_\_\_\_\_, 19\_\_\_\_, at which \_\_\_\_\_~~

\_\_\_\_\_ were present in person or by proxy, adopted the Amendments.

The holders of the following classes of shares were entitled to vote as a class in respect of the Amendments:

- (1)
- (2)
- (3)

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The number of shares entitled to vote in respect of the Amendments, the number of shares voted in favor of the adoption of the Amendments, and the number of shares voted against such adoption are as follows:

	Total	Shares Entitled To Vote as A Class (as listed immediately above)		
		(1)	(2)	(3)
Shares entitled to vote:	320			
Shares voted in favor:	320			
Shares voted against:	None			

(b) By written consent executed on May 19, 1969, signed by the holders of 320 shares of the Corporation, being all of the shares of the Corporation entitled to vote in respect of the Amendments, the Shareholders adopted the Amendments.

3. Compliance with Legal Requirements

The manner of the adoption of the Amendments, and the vote by which they were adopted, constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

SUBDIVISION C  
STATEMENT OF CHANGES MADE WITH RESPECT TO THE  
SHARES HERETOFORE AUTHORIZED

None

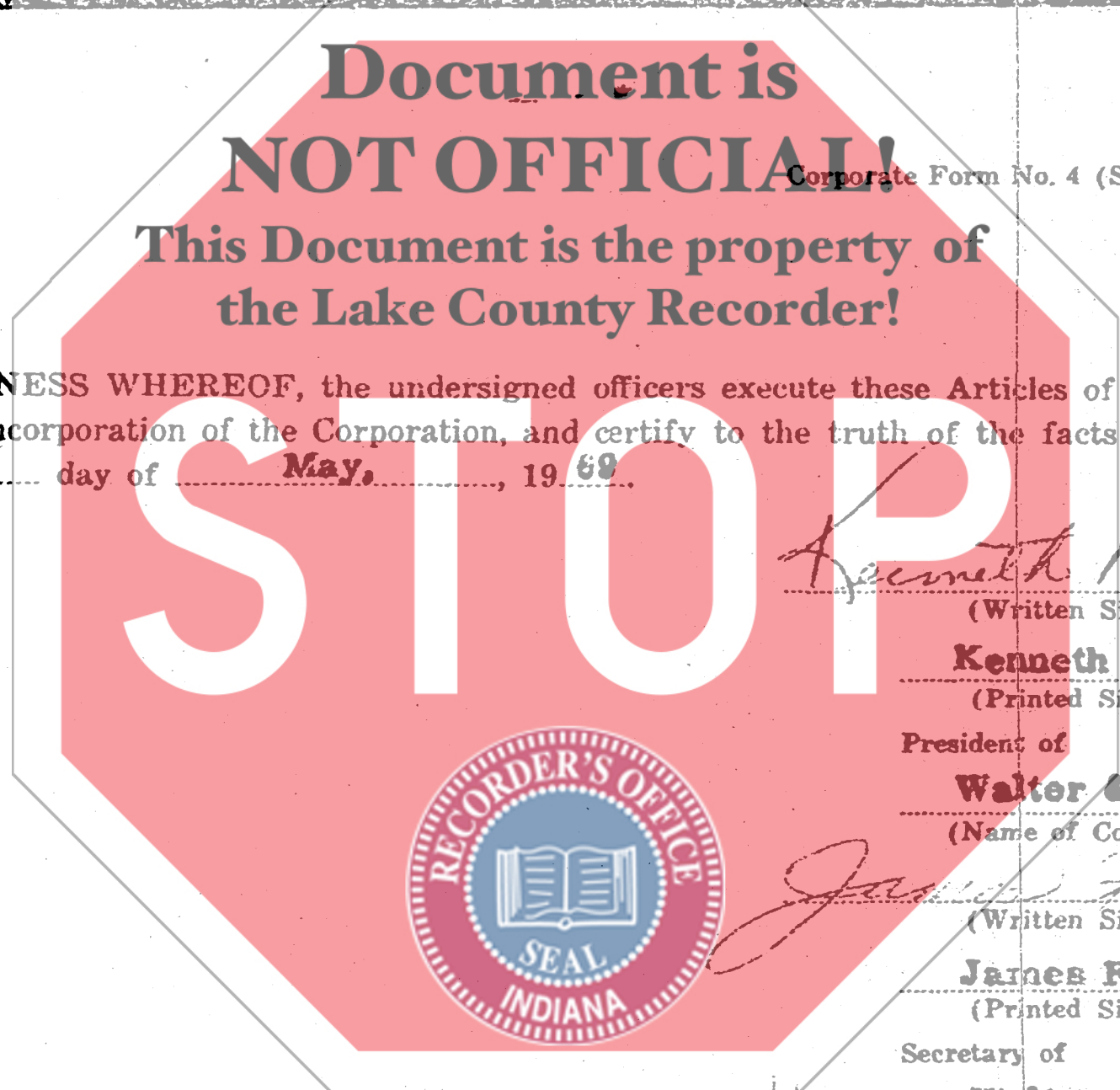
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IN WITNESS WHEREOF, the undersigned officers execute these Articles of Amendment of the Articles of Incorporation of the Corporation, and certify to the truth of the facts herein stated, this 24 day of May, 1969.



*Kenneth R. Walter*  
(Written Signature)

**Kenneth R. Walter**  
(Printed Signature)

President of  
**Walter & Lennertz, Inc.**  
(Name of Corporation)

*James F. Lennertz*  
(Written Signature)

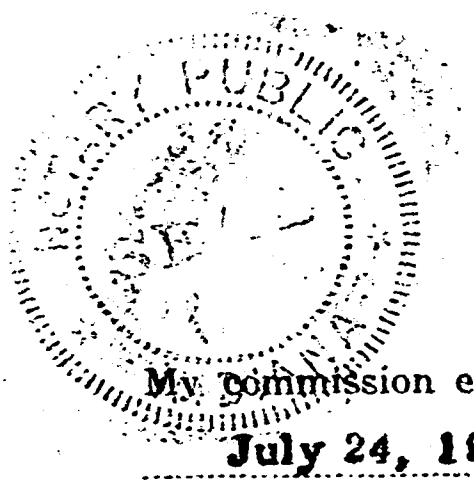
**James F. Lennertz**  
(Printed Signature)

Secretary of  
**Walter & Lennertz, Inc.**  
(Name of Corporation)

STATE OF INDIANA }  
COUNTY OF LAKE } SS:

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Indiana, certify that **Kenneth R. Walter**, the **President**, and **James F. Lennertz**, the **Secretary**, of **Walter & Lennertz, Inc.**, the officers executing the foregoing Articles of Amendment of Articles of Incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

WITNESS my hand and Notarial Seal this 24 day of May, 1969.



*Robert A. Lucas*  
(Written Signature)

**Robert A. Lucas**  
(Printed Signature)  
Notary Public

This instrument was prepared by **ROBERT A. LUCAS, Attorney, 115 W. 5th Avenue Gary, Indiana 46402**