

COMMONWEALTH OF KENTUCKY

115890



OFFICE OF THE SECRETARY OF STATE
BREMER EHRLER, SECRETARY OF STATE

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

RECEIVED & FILED
NOV 14 09 PM '94
6.02

Pursuant to the provisions of Kentucky Revised Statutes Chapters 271B or 273, the undersigned corporation organized in the state of California submits the following statement for the purpose of changing its registered office or registered agent or both in the Commonwealth of Kentucky:

The name of the corporation Toyota Motor Distributors, Inc.
Street address of its present registered office Kentucky Home Life Building, C/O C T Corporation, Louisville, KY 40202
Street address of registered office is hereby changed to 326 West Main Street, Frankfort, Kentucky 40601
Name of present registered agent C T Corporation System
Name of registered agent is hereby changed to The Prentice-Hall Corporation System, Inc.
The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Dated JUL 27, 19 93

CONSENT OF NEW AGENT

TOYOTA MOTOR DISTRIBUTORS, INC.
Name of Corporation
By [Signature]
Signature of Officer
John E. McGovern, Senior Vice President
Title of Officer

I consent to serve as new registered agent for this corporation.
The Prentice-Hall Corporation System, Inc.

By: [Signature]
Signature of New Agent
Vicki Schreiber, Asst. Vice President