

AUTO DEALERSHIP III, LLC  
Form POSASR  
February 13, 2014

As filed with the Securities and Exchange Commission on February 13, 2014

Registration Nos. 333-179519-01 through -487

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO**

**FORM S-3**

**REGISTRATION STATEMENT**

**UNDER**

**THE SECURITIES ACT OF 1933**

**AutoNation, Inc.**

(Exact name of registrant as specified in its charter)

**SEE TABLE OF ADDITIONAL REGISTRANTS**

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**73-1105145**  
(IRS Employer

Identification Number)

**200 SW 1st Ave**

**Fort Lauderdale, FL 33301**

**(954) 769-6000**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Jonathan P. Ferrando**

**Executive Vice President-General Counsel, Corporate Development and Human Resources**

**200 SW 1st Ave**

**Fort Lauderdale, FL 33301**

**(954) 769-6000**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

**Approximate date of commencement of proposed sale to the public: Not applicable (this post-effective amendment deregisters all of the securities that were unsold under the registration statement as of the date hereof).**

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. "

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. "

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. "

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. "

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

If this form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional class of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

---

**TABLE OF ADDITIONAL REGISTRANTS**

| Exact name of additional registrant as specified in its charter | State or Other Jurisdiction of Incorporation or Organization | IRS                            |
|---|--|--------------------------------|
|   |  | Employer Identification Number |
| 7 ROD REAL ESTATE NORTH, A Limited Liability Company            | Wyoming  | 84-1167321                     |
| 7 ROD REAL ESTATE SOUTH, A Limited Liability Company            | Wyoming  | 84-1167320                     |
| Abraham Chevrolet-Miami, Inc.                                   | Delaware   | 65-0802822                     |
| Abraham Chevrolet-Tampa, Inc.                                   | Delaware   | 65-0802820                     |
| ACER Fiduciary, Inc.  | Delaware   | 65-0945065                     |
| AL MAROONE FORD, LLC  | Delaware   | 65-0944227                     |
| Albert Berry Motors, Inc.                                       | Texas  | 74-1487498                     |
| Allison Bavarian  | California   | 94-2707588                     |
| ALLISON BAVARIAN HOLDING, LLC                                   | Delaware   | 20-5224408                     |
| ALL-STATE RENT A CAR, INC.                                      | Nevada   | 88-0143152                     |
| American Way Motors, Inc.                                       | Tennessee  | 62-1333714                     |
| AN CADILLAC OF WPB, LLC   | Delaware   | 35-2234609                     |
| AN Central Region Management, LLC                               | Delaware   | 01-0756957                     |
| AN Chevrolet - Arrowhead, Inc.                                  | Delaware   | 91-1933520                     |
| AN CJ VALENCIA, INC.  | Delaware   | 20-2859034                     |
| AN COLLISION CENTER OF ADDISON, INC.                            | Delaware   | 75-1053127                     |
| AN Collision Center of Las Vegas, Inc.                          | Nevada   | 88-0168433                     |
| AN COLLISION CENTER OF NORTH HOUSTON, INC.                      | Delaware   | 26-3118395                     |
| AN Collision Center of Tempe, Inc.                              | Delaware   | 86-0928952                     |
| AN CORPORATE MANAGEMENT PAYROLL CORP.                           | Delaware   | 26-3725783                     |
| AN Corpus Christi Chevrolet, LP                                 | Texas  | 32-0031564                     |
| AN Corpus Christi GP, LLC                                       | Delaware   | 32-0031563                     |
| AN Corpus Christi Imports Adv. GP, LLC                          | Delaware   | 90-0080282                     |
| AN Corpus Christi Imports Adv., LP                              | Texas  | 90-0080295                     |
| AN Corpus Christi Imports GP, LLC                               | Delaware   | 27-0041420                     |
| AN Corpus Christi Imports II GP, LLC                            | Delaware   | 27-0041425                     |
| AN Corpus Christi Imports II, LP                                | Texas  | 32-0031566                     |
| AN Corpus Christi Imports, LP                                   | Texas  | 32-0031567                     |
| AN CORPUS CHRISTI MOTORS, INC.                                  | Delaware   | 20-5547917                     |
| AN Corpus Christi T. Imports GP, LLC                            | Delaware   | 27-0041422                     |
| AN Corpus Christi T. Imports, LP                                | Texas  | 13-4214051                     |
| AN County Line Ford, Inc.                                       | Texas  | 75-1687008                     |
| AN Dealership Holding Corp.                                     | Florida  | 65-0608572                     |
| AN F. Imports of Atlanta, LLC                                   | Delaware   | 57-1174466                     |
| AN F. Imports of Hawthorne Holding, LLC                         | Delaware   | 65-0944669                     |
| AN F. Imports of Hawthorne, Inc.                                | Delaware   | 65-1040982                     |
| AN F. Imports of North Denver, Inc.                             | Delaware   | 52-2124965                     |
| AN F. Imports of North Phoenix, Inc.                            | Delaware   | 86-0928953                     |
| AN F. Imports of Roseville Holding, LLC                         | Delaware   | 20-5226908                     |

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

|   |          |            |
|---|----------|------------|
| AN F. Imports of Roseville, Inc.          | Delaware | 76-0489587 |
| AN F. Imports of Seattle, Inc.            | Delaware | 84-1491657 |
| AN F. Imports of Sterling, LLC            | Delaware | 52-2135875 |
| AN Florida Region Management, LLC         | Delaware | 52-2135867 |
| AN Fort Myers Imports, LLC                | Delaware | 65-0944636 |
| AN Fremont Luxury Imports, Inc.           | Delaware | 86-0928954 |
| AN H. Imports of Atlanta, LLC             | Delaware | 35-2229690 |
| AN IMPORTS OF FT. LAUDERDALE, INC.        | Delaware | 20-5147883 |
| AN Imports of Seattle, Inc.               | Delaware | 65-0978211 |
| AN IMPORTS OF SPOKANE, INC.               | Delaware | 26-4461138 |
| AN Imports of Stevens Creek Holding, LLC  | Delaware | 20-5226306 |
| AN Imports of Stevens Creek Inc.          | Delaware | 52-2119516 |
| AN Imports on Weston Road, Inc.           | Florida  | 59-1968718 |
| AN LUXURY IMPORTS GP, LLC                 | Delaware | 90-0121570 |
| AN LUXURY IMPORTS HOLDING, LLC            | Delaware | 20-5682480 |
| AN Luxury Imports of Coconut Creek, Inc.  | Delaware | 86-0928950 |
| AN LUXURY IMPORTS OF PALM BEACH, INC.     | Delaware | 20-8671889 |
| AN LUXURY IMPORTS OF PEMBROKE PINES, INC. | Delaware | 22-3869449 |
| AN Luxury Imports of Phoenix, Inc.        | Delaware | 26-4461301 |
| AN LUXURY IMPORTS OF SAN DIEGO, INC.      | Delaware | 20-5682367 |
| AN Luxury Imports of Sanford, Inc.        | Delaware | 65-0952134 |

IRS

| Exact name of additional registrant as specified in its charter | State or Other Jurisdiction of Incorporation or Organization | Employer Identification Number |
|---|--|--------------------------------|
|   |  | Number                         |
| AN Luxury Imports of Sarasota, Inc.                             | Delaware   | 20-0551681                     |
| AN LUXURY IMPORTS OF SPOKANE, INC.                              | Delaware   | 27-1210937                     |
| AN Luxury Imports of Tucson, Inc.                               | Delaware   | 26-1182858                     |
| AN Luxury Imports, Ltd.   | Texas  | 90-0121575                     |
| AN Motors of Brooksville, Inc.                                  | Florida  | 59-2690846                     |
| AN MOTORS OF DALLAS, INC.                                       | Delaware   | 26-1769977                     |
| AN MOTORS OF DELRAY BEACH, INC.                                 | Delaware   | 20-1405067                     |
| AN Motors of Englewood, Inc.                                    | Delaware   | 36-2804667                     |
| AN Motors of Memphis, Inc.                                      | Tennessee  | 62-1038471                     |
| AN MOTORS OF SCOTTSDALE, LLC                                    | Delaware   | 52-2102864                     |
| AN Pontiac GMC Houston North GP, LLC                            | Delaware   | 16-1641915                     |
| AN Pontiac GMC Houston North, LP                                | Texas  | 13-4214055                     |
| AN Seattle Motors, Inc.   | Delaware   | 91-1197824                     |
| AN SUBARU MOTORS, INC.  | Delaware   | 20-5685964                     |
| AN T. Imports of Atlanta, LLC                                   | Delaware   | 47-0922628                     |
| AN Texas Region Management, Ltd.                                | Texas  | 02-0654987                     |
| AN Tucson Imports, LLC  | Delaware   | 52-2102866                     |
| AN West Central Region Management, LLC                          | Delaware   | 02-0654986                     |
| AN Western Region Management, LLC                               | Delaware   | 01-0756952                     |
| AN/CF Acquisition Corp.   | Delaware   | 65-0927849                     |
| AN/GMF, Inc.  | Delaware   | 36-3087611                     |
| AN/KPBG Motors, Inc.  | Washington   | 91-1739519                     |
| AN/MF Acquisition Corp.   | Delaware   | 65-0961375                     |

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

|  |            |            |
|--|------------|------------|
| AN/MNI Acquisition Corp.                                     | Delaware   | 65-1024377 |
| AN/PF Acquisition Corp.                                      | Delaware   | 65-0927848 |
| Anderson Chevrolet   | California | 94-1503305 |
| Anderson Chevrolet Los Gatos, Inc.                           | California | 77-0262368 |
| Anderson Cupertino, Inc.                                     | California | 65-0770033 |
| AN Valencia Auto Imports, Inc. (F/K/A Auto Company II, Inc.) | Delaware   | 35-2437399 |
| Appleway Chevrolet, Inc.                                     | Washington | 91-0538143 |
| Atrium Restaurants, Inc.                                     | Florida    | 59-2424477 |
| Auto Ad Agency, Inc.   | Maryland   | 52-1295158 |
| AUTO CAR HOLDING, LLC  | Delaware   | 20-5225856 |
| Auto Car, Inc.   | California | 68-0129623 |
| Auto Company VI, Inc.  | Delaware   | 45-4496998 |
| Auto Company VII, Inc.                                       | Delaware   | 45-4497100 |
| Auto Company VIII, Inc.                                      | Delaware   | 45-4497147 |
| Auto Company IX, Inc.  | Delaware   | 45-4497193 |
| Auto Company X, Inc.   | Delaware   | 45-4497466 |
| Auto Company XI, Inc.  | Delaware   | 45-4497510 |
| Auto Company XII, Inc.                                       | Delaware   | 45-4497553 |
| Auto Company XIII, Inc.                                      | Delaware   | 45-4497721 |
| Auto Company XIV, Inc.                                       | Delaware   | 45-4497604 |
| Auto Dealership III, LLC                                     | Delaware   | 45-4503383 |
| Auto Dealership IV, LLC                                      | Delaware   | 45-4503422 |
| Auto Dealership V, LLC                                       | Delaware   | 45-4503462 |
| Auto Dealership VI, LLC                                      | Delaware   | 45-4503772 |
| Auto Dealership VII, LLC                                     | Delaware   | 45-4503837 |
| Auto Dealership VIII, LLC                                    | Delaware   | 45-4503899 |
| Auto Dealership IX, LLC                                      | Delaware   | 45-4503953 |
| Auto Dealership X, LLC                                       | Delaware   | 45-4504002 |
| Auto Dealership XI, LLC                                      | Delaware   | 45-4504161 |
| Auto Dealership XII, LLC                                     | Delaware   | 45-4504914 |
| Auto Dealership XIII, LLC                                    | Delaware   | 45-4504984 |
| Auto Dealership XIV, LLC                                     | Delaware   | 45-4505030 |
| Auto Dealership XV, LLC                                      | Delaware   | 45-4505078 |
| AUTO HOLDING, LLC  | Delaware   | 52-2107831 |
| AUTO MISSION HOLDING, LLC                                    | Delaware   | 20-5226182 |
| Auto Mission Ltd.  | California | 94-3141091 |
| Auto West, Inc.  | California | 94-2946518 |
| Autohaus Holdings, Inc.                                      | Delaware   | 80-0052569 |
| AutoNation Benefits Company, Inc.                            | Florida    | 34-1135160 |
| AutoNation Corporate Management, LLC                         | Delaware   | 22-3850167 |
| AutoNation Enterprises Incorporated                          | Florida    | 65-0608578 |
| AUTONATION FINANCIAL SERVICES, LLC                           | Delaware   | 65-0725080 |
| AutoNation Fort Worth Motors, Ltd.                           | Texas      | 65-1152832 |

## TABLE OF ADDITIONAL REGISTRANTS (CONTINUED)

| Exact name of additional registrant as specified in its charter | State or Other Jurisdiction of Incorporation or Organization | IRS                            |
|---|--|--------------------------------|
|   |  | Employer Identification Number |
| AutoNation GM GP, LLC   | Delaware   | 65-0944592                     |
| AutoNation Holding Corp.  | Delaware   | 65-0723604                     |
| AutoNation Imports of Katy GP, LLC                              | Delaware   | 56-2307537                     |
| AutoNation Imports of Katy, L.P.                                | Texas  | 65-0957160                     |
| AutoNation Imports of Lithia Springs, Inc.                      | Delaware   | 65-1003051                     |
| AutoNation Imports of Longwood, Inc.                            | Delaware   | 65-1032195                     |
| AutoNation Imports of Palm Beach, Inc.                          | Delaware   | 65-1102140                     |
| AutoNation Imports of Winter Park, Inc.                         | Delaware   | 65-1032110                     |
| AutoNation Motors Holding Corp.                                 | Delaware   | 65-1132563                     |
| AutoNation Motors of Lithia Springs, Inc.                       | Delaware   | 65-1002966                     |
| AutoNation North Texas Management GP, LLC                       | Delaware   | 33-1037931                     |
| AutoNation Northwest Management, LLC                            | Delaware   | 01-0756954                     |
| AutoNation Orlando Venture Holdings, Inc.                       | Delaware   | 65-1137521                     |
| AutoNation Realty Corporation                                   | Delaware   | 65-0711536                     |
| AutoNation USA of Perrine, Inc.                                 | Delaware   | 65-0899807                     |
| AUTONATION V. IMPORTS OF DELRAY BEACH, LLC                      | Delaware   | 36-4558039                     |
| AutoNationDirect.com, Inc.                                      | Delaware   | 65-0945066                     |
| Bankston Auto, Inc.   | Texas  | 75-1336358                     |
| Bankston Chrysler Jeep of Frisco, L.P.                          | Texas  | 65-1052692                     |
| Bankston CJ GP, LLC   | Delaware   | 56-2307538                     |
| BANKSTON FORD OF FRISCO, LTD.CO.                                | Texas  | 75-2529822                     |
| Bankston Nissan in Irving, Inc.                                 | Texas  | 75-1325663                     |
| Bankston Nissan Lewisville GP, LLC                              | Delaware   | 73-1670796                     |
| Bankston Nissan Lewisville, Ltd.                                | Texas  | 06-1699681                     |
| Bargain Rent-A-Car  | California   | 95-3821161                     |
| Batfish, LLC  | Colorado   | 84-1261352                     |
| BBCSS, Inc.   | Arizona  | 58-2434441                     |
| Beach City Chevrolet Company, Inc.                              | California   | 95-1879646                     |
| BEACH CITY HOLDING, LLC   | Delaware   | 20-5226233                     |
| Beacon Motors, Inc.   | Florida  | 65-0582254                     |
| Bell Motors, LLC (F/K/A Bell Dodge, L.L.C.)                     | Delaware   | 52-2102862                     |
| Bellevue Automotive, Inc. (F/K/A Dodge of Bellevue, Inc.)       | Delaware   | 94-3009590                     |
| BENGAL MOTOR COMPANY, LTD.                                      | Florida  | 59-2985277                     |
| Bengal Motors, Inc.   | Florida  | 65-0165367                     |
| Bill Ayares Chevrolet, LLC                                      | Delaware   | 47-0922618                     |
| BLEDSON DODGE, LLC  | Delaware   | 65-0944613                     |
| Bob Townsend Ford, Inc.   | Delaware   | 31-0669965                     |
| Body Shop Holding Corp.   | Delaware   | 52-2124065                     |
| BOSC Automotive Realty, Inc.                                    | Delaware   | 38-3262849                     |

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

|   |            |            |
|---|------------|------------|
| Brown & Brown Chevrolet - Superstition Springs, LLC | Arizona    | 86-0904747 |
| Brown & Brown Chevrolet, Inc.                       | Arizona    | 86-0128003 |
| Brown & Brown Nissan Mesa, L.L.C.                   | Arizona    | 86-0795376 |
| Brown & Brown Nissan, Inc.                          | Arizona    | 86-0677220 |
| BUICK MART LIMITED PARTNERSHIP                      | Georgia    | 88-0377744 |
| BULL MOTORS, LLC                                    | Delaware   | 65-0944614 |
| C. Garrett, Inc.                                    | Colorado   | 84-1264053 |
| CARLISLE MOTORS, LLC                                | Delaware   | 65-0944616 |
| CARWELL HOLDING, LLC                                | Delaware   | 20-5224795 |
| CARWELL, LLC  | Delaware   | 65-0944617 |
| CENTENNIAL AUTOMOTIVE, LLC (F/K/A EMICH DODGE, LLC) | Delaware   | 65-0944626 |
| CERRITOS BODY WORKS HOLDING, LLC                    | Delaware   | 20-5225440 |
| Cerritos Body Works, Inc.                           | California | 33-0374316 |
| CHAMPION CHEVROLET HOLDING, LLC                     | Delaware   | 20-5224897 |
| CHAMPION CHEVROLET, LLC                             | Delaware   | 65-0944618 |
| Champion Ford, Inc.                                 | Texas      | 76-0171196 |
| Charlie Hillard, Inc.                               | Texas      | 75-0922515 |
| Charlie Thomas Chevrolet GP, LLC                    | Delaware   | 73-1670803 |
| Charlie Thomas Chevrolet, Ltd.                      | Texas      | 20-0058033 |
| Charlie Thomas Chrysler-Plymouth, Inc.              | Texas      | 76-0010351 |
| Charlie Thomas Courtesy GP, LLC                     | Delaware   | 73-1670811 |
| Charlie Thomas Courtesy Leasing, Inc.               | Texas      | 74-1850452 |
| Charlie Thomas F. GP, LLC                           | Delaware   | 33-1062335 |
| Charlie Thomas Ford, Ltd.                           | Texas      | 20-0058561 |
| Charlie Thomas Courtesy Ford, Ltd.                  | Texas      | 06-1699682 |

IRS

| <b>Exact name of additional registrant as specified in its charter</b> | <b>State or Other Jurisdiction of Incorporation or Organization</b> | <b>Employer Identification Number</b> |
|--|---|---------------------------------------|
| CHESROWN AUTO, LLC   | Delaware  | 65-0944619                            |
| CHESROWN CHEVROLET, LLC  | Delaware  | 65-0944620                            |
| Chesrown Collision Center, Inc.  | Colorado  | 84-1358588                            |
| Chesrown Ford, Inc.  | Colorado  | 84-1164224                            |
| Chevrolet World, Inc.  | Florida   | 59-2216673                            |
| Chuck Clancy Ford of Marietta, LLC                                     | Delaware  | 47-0922626                            |
| CJ VALENCIA HOLDING, LLC   | Delaware  | 20-5226043                            |
| Coastal Cadillac, Inc.   | Florida   | 59-3023188                            |
| Consumer Car Care Corporation  | Tennessee   | 62-1151481                            |
| Contemporary Cars, Inc.  | Florida   | 59-1635976                            |
| Cook-Whitehead Ford, Inc.  | Florida   | 59-1165955                            |
| Corporate Properties Holding, Inc.                                     | Delaware  | 65-0948961                            |
| Corpus Christi Collision Center, Inc. (F/K/A Auto Company I, Inc.)     | Delaware  | 45-4496075                            |
| COSTA MESA CARS HOLDING, LLC   | Delaware  | 20-5226339                            |
| Costa Mesa Cars, Inc.  | California  | 33-0626084                            |
| Courtesy Auto Group, Inc.  | Florida   | 59-2360236                            |
| Courtesy Broadway, LLC   | Colorado  | 20-5417194                            |
| Covington Pike Motors, Inc.  | Tennessee   | 58-1366612                            |
| CT Intercontinental GP, LLC  | Delaware  | 33-1062337                            |



Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

|  |            |            |
|--|------------|------------|
| CT Intercontinental, Ltd.                      | Texas      | 20-0057835 |
| CT Motors, Inc.                                | Texas      | 76-0387042 |
| D/L Motor Company                              | Florida    | 59-3237877 |
| Deal Dodge of Des Plaines, Inc.                | Illinois   | 36-3862968 |
| Dealership Properties, Inc.                    | Nevada     | 74-2869002 |
| Dealership Realty Corporation                  | Texas      | 76-0218062 |
| Desert Buick-GMC Trucks, L.L.C.                | Delaware   | 52-2102859 |
| Desert Chrysler-Plymouth, Inc.                 | Delaware   | 88-0121640 |
| Desert Dodge, Inc.                             | Nevada     | 88-0227814 |
| Desert GMC, L.L.C.                             | Delaware   | 52-2102860 |
| Dobbs Ford of Memphis, Inc.                    | Delaware   | 65-1065025 |
| Dobbs Ford, Inc.                               | Florida    | 59-1584177 |
| Dobbs Mobile Bay, Inc.                         | Alabama    | 62-1196110 |
| Dobbs Motors of Arizona, Inc.                  | Arizona    | 93-0929951 |
| Don Mealey Chevrolet, Inc.                     | Florida    | 59-1553076 |
| Don Mealey Imports, Inc.                       | Florida    | 59-3099049 |
| Don-A-Vee Jeep-Eagle, Inc.                     | California | 33-0203778 |
| Driver s Mart Worldwide, Inc.                  | Virginia   | 38-3275555 |
| EASTGATE FORD, INC.                            | Ohio       | 31-0736141 |
| Ed Mullinax Ford, LLC                          | Delaware   | 57-1174464 |
| Edgren Motor Company, Inc.                     | California | 94-1561041 |
| EDGREN MOTOR HOLDING, LLC                      | Delaware   | 20-5225254 |
| EL MONTE IMPORTS HOLDING, LLC                  | Delaware   | 20-5226399 |
| El Monte Imports, Inc.                         | Delaware   | 65-0881906 |
| EL MONTE MOTORS HOLDING, LLC                   | Delaware   | 20-5226498 |
| El Monte Motors, Inc.                          | Delaware   | 65-0881905 |
| Elmhurst Auto Mall, Inc.                       | Illinois   | 36-4185090 |
| EMICH SUBARU WEST, LLC                         | Delaware   | 65-0944597 |
| Empire Services Agency, Inc.                   | Florida    | 65-0329882 |
| Financial Services GP, LLC                     | Delaware   | 02-0695729 |
| Financial Services, Ltd.                       | Texas      | 20-0057657 |
| First Team Automotive Corp.                    | Delaware   | 59-3440254 |
| First Team Ford of Manatee, Ltd.               | Florida    | 59-3446538 |
| First Team Ford, Ltd.                          | Florida    | 59-3366156 |
| First Team Imports, Ltd.                       | Florida    | 59-3298470 |
| First Team Jeep Eagle, Chrysler-Plymouth, Ltd. | Florida    | 59-3446556 |
| First Team Management, Inc.                    | Florida    | 59-2714981 |
| First Team Premier, Ltd.                       | Florida    | 59-3392621 |
| FIT KIT HOLDING, LLC                           | Delaware   | 20-5225481 |
| Fit Kit, Inc.                                  | California | 33-0115670 |
| Florida Auto Corp.                             | Delaware   | 65-0837116 |
| FORD OF GARDEN GROVE LIMITED PARTNERSHIP       | Georgia    | 88-0377746 |
| Ford of Kirkland, Inc.                         | Washington | 91-1425985 |
| Fox Chevrolet, LLC                             | Delaware   | 47-0922620 |
| Fox Imports, LLC                               | Delaware   | 47-0922622 |
| FOX MOTORS, LLC                                | Delaware   | 47-0922619 |
| Fred Oakley Motors, Inc.                       | Delaware   | 75-1524534 |
| FREMONT LUXURY IMPORTS HOLDING, LLC            | Delaware   | 20-5226133 |
| Ft. Lauderdale Nissan, Inc.                    | Florida    | 65-0273822 |

---

**TABLE OF ADDITIONAL REGISTRANTS (CONTINUED)**

| <b>Exact name of additional registrant as specified in its charter</b> | <b>State or Other Jurisdiction of Incorporation or Organization</b> | <b>IRS</b>                            |
|--|---|---------------------------------------|
|  |   | <b>Employer Identification Number</b> |
| G.B. IMPORT SALES & SERVICE HOLDING, LLC                               | Delaware  | 20-5224826                            |
| G.B. IMPORT SALES & SERVICE, LLC                                       | Delaware  | 65-0944605                            |
| GENE EVANS FORD, LLC   | Delaware  | 65-0944608                            |
| George Sutherland Nissan, LLC  | Delaware  | 47-0922627                            |
| Government Boulevard Motors, Inc.                                      | Alabama   | 62-1502108                            |
| Gulf Management, Inc.  | Florida   | 59-2908603                            |
| Hayward Dodge, Inc.  | Delaware  | 94-1689551                            |
| Hillard Auto Group, Inc.   | Texas   | 75-1965005                            |
| Hollywood Imports Limited, Inc.  | Florida   | 59-2025810                            |
| Hollywood Kia, Inc.  | Florida   | 65-0619873                            |
| HORIZON CHEVROLET, INC.  | Ohio  | 34-1245635                            |
| HOUSE OF IMPORTS HOLDING, LLC  | Delaware  | 20-5226553                            |
| House of Imports, Inc.   | California  | 95-2498811                            |
| Houston Auto M. Imports Greenway, Ltd.                                 | Texas   | 20-0057720                            |
| Houston Auto M. Imports North, Ltd.                                    | Texas   | 20-0058197                            |
| Houston Imports Greenway GP, LLC                                       | Delaware  | 56-2307542                            |
| Houston Imports North GP, LLC  | Delaware  | 56-2307540                            |
| IRVINE IMPORTS HOLDING, LLC  | Delaware  | 20-5225601                            |
| Irvine Imports, Inc.   | California  | 33-0374310                            |
| IRVINE TOYOTA/NISSAN/VOLVO LIMITED PARTNERSHIP                         | Georgia   | 88-0377749                            |
| JEMAUTCO, INC.   | Ohio  | 31-1153168                            |
| JERRY GLEASON CHEVROLET, INC.  | Illinois  | 36-2840037                            |
| Jerry Gleason Dodge, Inc.  | Illinois  | 36-4074146                            |
| Jim Quinlan Chevrolet Co.  | Delaware  | 59-1055603                            |
| Joe MacPherson Ford  | California  | 33-0180618                            |
| Joe MacPherson Imports No. I   | California  | 33-0745137                            |
| Joe MacPherson Infiniti  | California  | 33-0127306                            |
| JOE MACPHERSON INFINITI HOLDING, LLC                                   | Delaware  | 20-5224941                            |
| JOE MACPHERSON OLDSMOBILE  | California  | 33-0293599                            |
| JOHN M. LANCE FORD, LLC  | Delaware  | 65-0944184                            |
| J-R Advertising Company  | Colorado  | 84-1177523                            |
| J-R Motors Company North   | Colorado  | 84-1167355                            |
| J-R Motors Company South   | Colorado  | 84-1167319                            |
| JRJ Investments, Inc.  | Nevada  | 88-0199942                            |
| J-R-M MOTORS COMPANY NORTHWEST LLC                                     | Colorado  | 84-1363627                            |
| Kenyon Dodge, Inc.   | Florida   | 59-0479520                            |
| King s Crown Ford, Inc.  | Delaware  | 59-2018826                            |
| Kirkland Motors, Inc. (F/K/A Auto Company V, Inc.)                     | Delaware  | 45-4496937                            |
| L.P. Evans Motors WPB, Inc.  | Florida   | 59-0684221                            |

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

|   |            |            |
|---|------------|------------|
| L.P. Evans Motors, Inc.                                     | Florida    | 59-0601584 |
| Lance Children, Inc.  | Ohio       | 34-1789728 |
| Leesburg Imports, LLC                                       | Delaware   | 06-1712528 |
| Leesburg Motors, LLC  | Delaware   | 06-1712525 |
| Les Marks Chevrolet, Inc.                                   | Texas      | 76-0375065 |
| Lew Webb's Ford, Inc.                                       | California | 33-0677560 |
| LEW WEBB'S IRVINE NISSAN HOLDING, LLC                       | Delaware   | 20-5225321 |
| Lew Webb's Irvine Nissan, Inc.                              | California | 33-0374313 |
| Lewisville Imports GP, LLC                                  | Delaware   | 16-1640974 |
| Lewisville Imports, Ltd.                                    | Texas      | 06-1647785 |
| LEXUS OF CERRITOS LIMITED PARTNERSHIP                       | Georgia    | 88-0378242 |
| Lot 4 Real Estate Holdings, LLC                             | Delaware   | 32-0103034 |
| Luxury Orlando Imports, Inc. (F/K/A Auto Company III, Inc.) | Delaware   | 45-4496251 |
| MacHoward Leasing   | California | 95-2267692 |
| MACHOWARD LEASING HOLDING, LLC                              | Delaware   | 20-5224996 |
| MacPherson Enterprises, Inc.                                | California | 95-2706038 |
| Magic Acquisition Corp.                                     | Delaware   | 65-0711428 |
| MAGIC ACQUISITION HOLDING, LLC                              | Delaware   | 20-5226582 |
| Maitland Luxury Imports, Inc. (F/K/A Auto Company XV, Inc.) | Delaware   | 45-4497658 |
| Marks Family Dealerships, Inc.                              | Texas      | 74-1405873 |
| Marks Transport, Inc.                                       | Texas      | 76-0444883 |
| Maroone Chevrolet Ft. Lauderdale, Inc.                      | Florida    | 65-0721018 |
| MAROONE CHEVROLET, LLC                                      | Delaware   | 65-0944183 |

**IRS**

| <b>Exact name of additional registrant as specified in its charter</b> | <b>State or Other Jurisdiction of Incorporation or Organization</b> | <b>Employer Identification Number</b> |
|--|---|---------------------------------------|
| MAROONE DODGE, LLC   | Delaware  | 65-0944181                            |
| MAROONE FORD, LLC  | Delaware  | 65-0944179                            |
| Maroone Management Services, Inc.                                      | Florida   | 65-0721017                            |
| MC/RII, LLC  | Ohio  | 31-1751162                            |
| Mealey Holdings, Inc.  | Florida   | 59-3280283                            |
| Mechanical Warranty Protection, Inc.                                   | Florida   | 65-0062054                            |
| Metro Chrysler Jeep, Inc.  | Florida   | 59-3002195                            |
| Midway Chevrolet, Inc.   | Texas   | 75-1631858                            |
| Mike Hall Chevrolet, Inc.  | Delaware  | 74-1940031                            |
| Mike Shad Chrysler Plymouth Jeep Eagle, Inc.                           | Florida   | 65-0731779                            |
| Mike Shad Ford, Inc.   | Florida   | 65-0730472                            |
| MILLER-SUTHERLIN AUTOMOTIVE, LLC                                       | Delaware  | 65-0944177                            |
| Mission Blvd. Motors, Inc.   | California  | 94-3179908                            |
| MR. WHEELS HOLDING, LLC  | Delaware  | 20-5225351                            |
| Mr. Wheels, Inc.   | California  | 95-3050274                            |
| Mullinax East, LLC   | Delaware  | 57-1174463                            |
| MULLINAX FORD NORTH CANTON, INC.                                       | Ohio  | 34-1706005                            |
| Mullinax Ford South, Inc.  | Florida   | 59-2745619                            |
| Mullinax Lincoln-Mercury, Inc.   | Delaware  | 34-1555317                            |
| Mullinax Used Cars, Inc.   | Ohio  | 34-1663489                            |
| Naperville Imports, Inc.   | Delaware  | 65-1151451                            |

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

|  |            |            |
|--|------------|------------|
| NEWPORT BEACH CARS HOLDING, LLC  | Delaware   | 20-5224604 |
| NEWPORT BEACH CARS, LLC  | Delaware   | 65-0944175 |
| Nichols Ford, Ltd.   | Texas      | 20-0057609 |
| Nichols GP, LLC  | Delaware   | 33-1062338 |
| Nissan of Brandon, Inc.  | Florida    | 59-2872723 |
| Northpoint Chevrolet, LLC  | Delaware   | 47-0922630 |
| Northpoint Ford, Inc.  | Delaware   | 65-0964278 |
| Northwest Financial Group, Inc.  | Washington | 91-1666832 |
| Ontario Dodge, Inc.  | California | 33-0380793 |
| Oxnard Venture Holdings, Inc.  | Delaware   | 26-3454865 |
| Payton-Wright Ford Sales, Inc.   | Texas      | 75-1231297 |
| Pembroke Motors, Inc. (F/K/A AutoNation Dodge of Pembroke Pines, Inc.) | Delaware   | 65-0948962 |
| Peyton Cramer Automotive   | California | 33-0612289 |
| PEYTON CRAMER AUTOMOTIVE HOLDING, LLC                                  | Delaware   | 20-5226609 |
| PEYTON CRAMER F. HOLDING, LLC  | Delaware   | 20-5225040 |
| Peyton Cramer Ford   | California | 95-3410394 |
| Peyton Cramer Infiniti   | California | 33-0567152 |
| PEYTON CRAMER INFINITI HOLDING, LLC                                    | Delaware   | 20-5226653 |
| Peyton Cramer Jaguar   | California | 33-0567150 |
| Peyton Cramer Lincoln-Mercury  | California | 33-0679879 |
| PEYTON CRAMER LM HOLDING, LLC  | Delaware   | 20-5224570 |
| Pierce Automotive Corporation  | Arizona    | 86-0811184 |
| PIERCE, LLC  | Delaware   | 65-0944638 |
| Pitre Chrysler-Plymouth-Jeep of Scottsdale, Inc.                       | Delaware   | 86-0928955 |
| Plains Chevrolet GP, LLC   | Delaware   | 06-1699677 |
| Plains Chevrolet, Ltd.   | Texas      | 20-0058622 |
| PMWQ, Inc.   | Nevada     | 75-2748417 |
| PMWQ, Ltd.   | Texas      | 75-2748419 |
| Port City Imports, Inc.  | Texas      | 74-2403712 |
| Prime Auto Resources, Inc.   | California | 33-0718037 |
| Quality Nissan GP, LLC   | Delaware   | 06-1699678 |
| Quality Nissan, Ltd.   | Texas      | 20-0058629 |
| Quinlan Motors, Inc.   | Florida    | 59-3268936 |
| R. Coop Limited  | Colorado   | 84-1251979 |
| R.L. Buscher II, Inc.  | Colorado   | 84-1171763 |
| R.L. Buscher III, Inc.   | Colorado   | 84-1171764 |
| Real Estate Holdings, Inc.   | Florida    | 65-0789583 |
| Republic DM Property Acquisition Corp.                                 | Delaware   | 52-2099740 |
| Republic Resources Company   | Delaware   | 51-0370517 |
| Republic Risk Management Services, Inc.                                | Florida    | 65-0782124 |
| Resources Aviation, Inc.   | Florida    | 65-0858501 |
| RI Merger Corp.  | Colorado   | 84-1492421 |
| RI/BB Acquisition Corp.  | Delaware   | 52-2127466 |

## TABLE OF ADDITIONAL REGISTRANTS (CONTINUED)

| Exact name of additional registrant as specified in its charter | State or Other Jurisdiction of Incorporation or Organization | IRS                            |
|---|--|--------------------------------|
|   |  | Employer Identification Number |
| RI/BBNM Acquisition Corp.                                       | Arizona  | 86-0914399                     |
| RI/BRC Real Estate Corp.  | California   | 65-0942312                     |
| RI/DM Acquisition Corp.   | Delaware   | 52-2099741                     |
| RI/Hollywood Nissan Acquisition Corp.                           | Delaware   | 65-0784675                     |
| RI/LLC Acquisition Corp.  | Colorado   | 84-1459545                     |
| RI/LLC-2 Acquisition Corp.                                      | Colorado   | 84-1459544                     |
| RI/RMC Acquisition GP, LLC                                      | Delaware   | 33-1062340                     |
| RI/RMC Acquisition, Ltd.  | Texas  | 20-0057572                     |
| RI/RMP Acquisition Corp.  | Delaware   | 52-2109996                     |
| RI/RMT Acquisition GP, LLC                                      | Delaware   | 02-0695720                     |
| RI/RMT Acquisition, Ltd.  | Texas  | 20-0058111                     |
| RI/WFI Acquisition Corporation                                  | Delaware   | 52-2124969                     |
| RKR Motors, Inc.  | Florida  | 65-0070349                     |
| Roseville Motor Corporation                                     | California   | 94-2922942                     |
| ROSEVILLE MOTOR HOLDING, LLC                                    | Delaware   | 20-5225195                     |
| Sahara Imports, Inc.  | Nevada   | 86-0869592                     |
| SAHARA NISSAN, INC.   | Nevada   | 88-0133547                     |
| SAUL CHEVROLET HOLDING, LLC                                     | Delaware   | 20-5224718                     |
| SCM Realty, Inc.  | Florida  | 59-2640748                     |
| SHAMROCK F. HOLDING, LLC  | Delaware   | 20-5226693                     |
| Shamrock Ford, Inc.   | California   | 94-2220473                     |
| Six Jays LLC  | Colorado   | 84-1364768                     |
| SMI MOTORS HOLDING, LLC   | Delaware   | 20-5226719                     |
| SMI Motors, Inc.  | California   | 95-4399082                     |
| SMYTHE EUROPEAN HOLDING, LLC                                    | Delaware   | 20-5225929                     |
| Smythe European, Inc.   | California   | 94-2633163                     |
| SOUTH BROADWAY MOTORS, LLC (F/K/A EMICH CHRYSLER PLYMOUTH, LLC) | Delaware   | 65-0944625                     |
| SOUTHWEST MOTORS OF DENVER, LLC (F/K/A SOUTHWEST DODGE, LLC)    | Delaware   | 65-0944643                     |
| SPITFIRE PROPERTIES, INC.                                       | Florida  | 59-2484224                     |
| STAR MOTORS, LLC  | Delaware   | 65-0944646                     |
| Steakley Chevrolet GP, LLC                                      | Delaware   | 02-0695725                     |
| Steakley Chevrolet, Ltd.  | Texas  | 20-0058140                     |
| Steeplechase Motor Company                                      | Texas  | 76-0244476                     |
| STEVE MOORE CHEVROLET DELRAY, LLC                               | Delaware   | 65-0944647                     |
| STEVE MOORE CHEVROLET, LLC                                      | Delaware   | 65-0944670                     |
| Steve Moore s Buy-Right Auto Center, Inc.                       | Florida  | 65-0192329                     |
| STEVENS CREEK HOLDING, LLC                                      | Delaware   | 20-5225154                     |

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

|   |                |            |
|---|----------------|------------|
| Stevens Creek Luxury Imports Holding, LLC (F/K/A Auto Dealership II, LLC) | Delaware       | 45-4503334 |
| Stevens Creek Luxury Imports, Inc. (F/K/A Auto Company IV, Inc.)          | Delaware       | 45-4496303 |
| Stevens Creek Motors, Inc.  | California     | 94-3010181 |
| Sunrise Nissan of Jacksonville, Inc.                                      | Florida        | 59-3427446 |
| Sunrise Nissan of Orange Park, Inc.                                       | Florida        | 59-1357686 |
| Sunset Pontiac-GMC Truck South, Inc.                                      | Florida        | 59-3128431 |
| Sunset Pontiac-GMC, Inc.  | Michigan       | 38-1919584 |
| Superior Nissan, Inc.   | North Carolina | 62-1306501 |
| SUTHERLIN CHRYSLER-PLYMOUTH JEEP-EAGLE, LLC                               | Delaware       | 65-0944667 |
| Sutherlin H. Imports, LLC   | Delaware       | 47-0922631 |
| Sutherlin Imports, LLC  | Delaware       | 65-0944664 |
| SUTHERLIN NISSAN, LLC   | Delaware       | 65-0944665 |
| Sutherlin Town Center, Inc.   | Georgia        | 58-2241820 |

IRS

| <b>Exact name of additional registrant as specified in its charter</b> | <b>State or Other Jurisdiction of Incorporation or Organization</b> | <b>Employer Identification Number</b> |
|--|---|---------------------------------------|
| Tartan Advertising, Inc.   | California  | 33-0191704                            |
| Tasha Incorporated   | California  | 94-2512050                            |
| TAYLOR JEEP EAGLE, LLC   | Delaware  | 65-0944662                            |
| TERRY YORK MOTOR CARS HOLDING, LLC                                     | Delaware  | 20-5226742                            |
| Terry York Motor Cars, Ltd.  | California  | 95-3549353                            |
| Texan Ford Sales, Ltd.   | Texas   | 20-0058068                            |
| Texan Ford, Inc.   | Texas   | 76-0207034                            |
| Texan Sales GP, LLC  | Delaware  | 02-0695727                            |
| Texas Management Companies LP, LLC                                     | Delaware  | 52-2135873                            |
| The Consulting Source, Inc.  | Florida   | 59-2183874                            |
| The Pierce Corporation II, Inc.  | Arizona   | 86-0743383                            |
| Tinley Park A. Imports, Inc.   | Delaware  | 52-2124968                            |
| Tinley Park J. Imports, Inc.   | Delaware  | 52-2104777                            |
| Tinley Park V. Imports, Inc.   | Delaware  | 84-1041105                            |
| TORRANCE NISSAN HOLDING, LLC   | Delaware  | 20-5224866                            |
| TORRANCE NISSAN, LLC   | Delaware  | 65-0944661                            |
| Tousley Ford, Inc.   | Minnesota   | 41-0609970                            |
| TOYOTA CERRITOS LIMITED PARTNERSHIP                                    | Georgia   | 88-0377743                            |
| Triangle Corporation   | Delaware  | 52-2025037                            |
| T-West Sales & Service, Inc.   | Nevada  | 88-0235466                            |
| Valencia Auto Imports Holding, LLC (F/K/A Auto Dealership I, LLC)      | Delaware  | 45-4503286                            |
| VALENCIA B. IMPORTS HOLDING, LLC                                       | Delaware  | 20-5225959                            |
| Valencia B. Imports, Inc.  | Delaware  | 20-0152054                            |
| Valencia Dodge   | California  | 95-3935812                            |
| VALENCIA DODGE HOLDING, LLC  | Delaware  | 20-5226772                            |
| VALENCIA H. IMPORTS HOLDING, LLC                                       | Delaware  | 20-5226809                            |
| Valencia H. Imports, Inc.  | Delaware  | 20-0152004                            |
| VALLEY CHEVROLET, LLC  | Delaware  | 47-0922623                            |
| VANDERBEEK MOTORS HOLDING, LLC   | Delaware  | 20-5226839                            |
| Vanderbeek Motors, Inc.  | California  | 94-2494800                            |
| Vanderbeek Olds/GMC Truck, Inc.  | California  | 68-0072435                            |

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

|   |            |            |
|---|------------|------------|
| VANDERBEEK TRUCK HOLDING, LLC                           | Delaware   | 20-5373982 |
| VILLAGE MOTORS, LLC                                     | Delaware   | 65-0944660 |
| Vince Wiese Chevrolet, Inc.                             | Delaware   | 95-2703429 |
| VINCE WIESE HOLDING, LLC                                | Delaware   | 20-5226871 |
| W.O. Bankston Nissan, Inc.                              | Texas      | 75-1279211 |
| WALLACE DODGE, LLC                                      | Delaware   | 65-0944659 |
| WALLACE FORD, LLC                                       | Delaware   | 65-0944658 |
| WALLACE LINCOLN-MERCURY, LLC                            | Delaware   | 65-0944657 |
| WALLACE NISSAN, LLC                                     | Delaware   | 65-0944655 |
| Webb Automotive Group, Inc.                             | California | 33-0338459 |
| WEST COLORADO MOTORS, LLC (F/K/A EMICH OLDSMOBILE, LLC) | Delaware   | 65-0944593 |
| West Colton Cars, Inc.                                  | California | 77-0428114 |
| West Side Motors, Inc.                                  | Tennessee  | 62-1030139 |
| Westgate Chevrolet GP, LLC                              | Delaware   | 06-1699676 |
| Westgate Chevrolet, Ltd.                                | Texas      | 20-0058608 |
| Westmont A. Imports, Inc.                               | Delaware   | 65-0725800 |
| Westmont B. Imports, Inc.                               | Delaware   | 65-1151452 |
| Westmont M. Imports, Inc.                               | Delaware   | 65-1151453 |
| Woody Capital Investment Company II                     | Colorado   | 84-1167986 |
| Woody Capital Investment Company III                    | Colorado   | 84-1167988 |
| Working Man s Credit Plan, Inc.                         | Texas      | 75-2458731 |

\* All Additional Registrants have the following principal executive office:  
c/o AutoNation, Inc.

200 SW 1st Ave

Fort Lauderdale, Florida 33301

(954) 769-6000

**EXPLANATORY NOTE**

This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-3 (File Nos. 333-179519-01 through -487) filed by the registrants with the Securities and Exchange Commission on February 14, 2012 (the Registration Statement ) relating to the offer and sale from time to time, pursuant to Rule 415 under the Securities Act of 1933, as amended, of common stock, preferred stock, debt securities, guarantees of debt securities, warrants, subscription rights to purchase common stock or preferred stock, depositary shares or stock purchase contracts, as well as units that include any of these securities. The registrants are filing this Post-Effective Amendment No. 1 to terminate the effectiveness of the Registration Statement and to deregister all unsold securities thereunder.



**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Fort Lauderdale, State of Florida, on February 13, 2014.

Registrants (As Listed on the Schedule I of  
Additional Registrants)

By: /s/ Jonathan P. Ferrando  
Jonathan P. Ferrando

Agent for Service

Note: No other person is required to sign this Post-Effective Amendment to the Registration Statement in reliance on Rule 478 of the Securities Act of 1933.

**Schedule I of Additional Registrants**

AUTONATION, INC.

7 ROD REAL ESTATE NORTH, A LIMITED LIABILITY COMPANY

7 ROD REAL ESTATE SOUTH, A LIMITED LIABILITY COMPANY

ABRAHAM CHEVROLET-MIAMI, INC.

ABRAHAM CHEVROLET-TAMPA, INC.

ACER FIDUCIARY, INC.

AL MAROONE FORD, LLC

ALBERT BERRY MOTORS, INC.

ALLISON BAVARIAN

ALLISON BAVARIAN HOLDING, LLC

ALL-STATE RENT A CAR, INC.

AMERICAN WAY MOTORS, INC.

AN CADILLAC OF WPB, LLC

AN CENTRAL REGION MANAGEMENT, LLC

AN CHEVROLET - ARROWHEAD, INC.

AN CJ VALENCIA, INC.

AN COLLISION CENTER OF ADDISON, INC.

AN COLLISION CENTER OF LAS VEGAS, INC.

AN COLLISION CENTER OF NORTH HOUSTON, INC.

AN COLLISION CENTER OF TEMPE, INC.

AN CORPORATE MANAGEMENT PAYROLL CORP.

AN CORPUS CHRISTI CHEVROLET, LP

AN CORPUS CHRISTI GP, LLC

AN CORPUS CHRISTI IMPORTS ADV. GP, LLC

AN CORPUS CHRISTI IMPORTS ADV., LP

AN CORPUS CHRISTI IMPORTS GP, LLC

AN CORPUS CHRISTI IMPORTS II GP, LLC

AN CORPUS CHRISTI IMPORTS II, LP

AN CORPUS CHRISTI IMPORTS, LP

AN CORPUS CHRISTI MOTORS, INC.

AN CORPUS CHRISTI T. IMPORTS GP, LLC

AN CORPUS CHRISTI T. IMPORTS, LP

AN COUNTY LINE FORD, INC.

AN DEALERSHIP HOLDING CORP.

AN F. IMPORTS OF ATLANTA, LLC

AN F. IMPORTS OF HAWTHORNE HOLDING, LLC

AN F. IMPORTS OF HAWTHORNE, INC.

AN F. IMPORTS OF NORTH DENVER, INC.

AN F. IMPORTS OF NORTH PHOENIX, INC.

AN F. IMPORTS OF ROSEVILLE HOLDING, LLC

AN F. IMPORTS OF ROSEVILLE, INC.

AN F. IMPORTS OF SEATTLE, INC.

AN F. IMPORTS OF STERLING, LLC

AN FLORIDA REGION MANAGEMENT, LLC

AN FORT MYERS IMPORTS, LLC

AN FREMONT LUXURY IMPORTS, INC.

AN H. IMPORTS OF ATLANTA, LLC

AN IMPORTS OF FT. LAUDERDALE, INC.

AN IMPORTS OF SEATTLE, INC.

AN IMPORTS OF SPOKANE, INC.

Edgar Filing: AUTO DEALERSHIP III, LLC - Form POSASR

AN IMPORTS OF STEVENS CREEK HOLDING, LLC

AN IMPORTS OF STEVENS CREEK INC.

Schedule I of Additional Registrants (Continued)

AN IMPORTS ON WESTON ROAD, INC.

AN LUXURY IMPORTS GP, LLC

AN LUXURY IMPORTS HOLDING, LLC

AN LUXURY IMPORTS OF COCONUT CREEK, INC.

AN LUXURY IMPORTS OF PALM BEACH, INC.

AN LUXURY IMPORTS OF PEMBROKE PINES, INC.

AN LUXURY IMPORTS OF PHOENIX, INC.

AN LUXURY IMPORTS OF SAN DIEGO, INC.

AN LUXURY IMPORTS OF SANFORD, INC.

AN LUXURY IMPORTS OF SARASOTA, INC.

AN LUXURY IMPORTS OF SPOKANE, INC.

AN LUXURY IMPORTS OF TUCSON, INC.

AN LUXURY IMPORTS, LTD.

AN MOTORS OF BROOKSVILLE, INC.

AN MOTORS OF DALLAS, INC.

AN MOTORS OF DELRAY BEACH, INC.

AN MOTORS OF ENGLEWOOD, INC.

AN MOTORS OF MEMPHIS, INC.

AN MOTORS OF SCOTTSDALE, LLC

AN PONTIAC GMC HOUSTON NORTH GP, LLC

AN PONTIAC GMC HOUSTON NORTH, LP

AN SEATTLE MOTORS, INC.

AN SUBARU MOTORS, INC.

AN T. IMPORTS OF ATLANTA, LLC

AN TEXAS REGION MANAGEMENT, LTD.

AN TUCSON IMPORTS, LLC

AN WEST CENTRAL REGION MANAGEMENT, LLC

AN WESTERN REGION MANAGEMENT, LLC

AN/CF ACQUISITION CORP.

AN/GMF, INC.

AN/KPBG MOTORS, INC.

AN/MF ACQUISITION CORP.

AN/MNI ACQUISITION CORP.

AN/PF ACQUISITION CORP.

ANDERSON CHEVROLET

ANDERSON CHEVROLET LOS GATOS, INC.

ANDERSON CUPERTINO, INC.

AN VALENCIA AUTO IMPORTS, INC. (F/K/A AUTO COMPANY II, INC.)

APPLEWAY CHEVROLET, INC.

ATRIUM RESTAURANTS, INC.

AUTO AD AGENCY, INC.

AUTO CAR HOLDING, LLC

AUTO CAR, INC.

AUTO COMPANY VI, INC.

AUTO COMPANY VII, INC.

AUTO COMPANY VIII, INC.

AUTO COMPANY IX, INC.

AUTO COMPANY X, INC.

AUTO COMPANY XI, INC.

AUTO COMPANY XII, INC.

AUTO COMPANY XIII, INC.

AUTO COMPANY XIV, INC.

AUTO DEALERSHIP III, LLC

AUTO DEALERSHIP IV, LLC

Schedule I of Additional Registrants (Continued)

AUTO DEALERSHIP V, LLC

AUTO DEALERSHIP VI, LLC

AUTO DEALERSHIP VII, LLC

AUTO DEALERSHIP VIII, LLC

AUTO DEALERSHIP IX, LLC

AUTO DEALERSHIP X, LLC

AUTO DEALERSHIP XI, LLC

AUTO DEALERSHIP XII, LLC

AUTO DEALERSHIP XIII, LLC

AUTO DEALERSHIP XIV, LLC

AUTO DEALERSHIP XV, LLC

AUTO HOLDING, LLC

AUTO MISSION HOLDING, LLC

AUTO MISSION LTD.

AUTO WEST, INC.

AUTOHAUS HOLDINGS, INC.

AUTONATION BENEFITS COMPANY, INC.

AUTONATION CORPORATE MANAGEMENT, LLC

AUTONATION ENTERPRISES INCORPORATED

AUTONATION FINANCIAL SERVICES, LLC

AUTONATION FORT WORTH MOTORS, LTD.

AUTONATION GM GP, LLC

AUTONATION HOLDING CORP.



AUTONATION IMPORTS OF KATY GP, LLC  
AUTONATION IMPORTS OF KATY, L.P.  
AUTONATION IMPORTS OF LITHIA SPRINGS, INC.  
AUTONATION IMPORTS OF LONGWOOD, INC.  
AUTONATION IMPORTS OF PALM BEACH, INC.  
AUTONATION IMPORTS OF WINTER PARK, INC.  
AUTONATION MOTORS HOLDING CORP.  
AUTONATION MOTORS OF LITHIA SPRINGS, INC.  
AUTONATION NORTH TEXAS MANAGEMENT GP, LLC  
AUTONATION NORTHWEST MANAGEMENT, LLC  
AUTONATION ORLANDO VENTURE HOLDINGS, INC.  
AUTONATION REALTY CORPORATION  
AUTONATION USA OF PERRINE, INC.  
AUTONATION V. IMPORTS OF DELRAY BEACH, LLC  
AUTONATIONDIRECT.COM, INC.  
BANKSTON AUTO, INC.  
BANKSTON CHRYSLER JEEP OF FRISCO, L.P.  
BANKSTON CJ GP, LLC  
BANKSTON FORD OF FRISCO, LTD.CO.  
BANKSTON NISSAN IN IRVING, INC.  
BANKSTON NISSAN LEWISVILLE GP, LLC  
BANKSTON NISSAN LEWISVILLE, LTD.  
BARGAIN RENT-A-CAR  
BATFISH, LLC  
BBCSS, INC.  
BEACH CITY CHEVROLET COMPANY, INC.

BEACH CITY HOLDING, LLC

BEACON MOTORS, INC.

BELL MOTORS, LLC (F/K/A BELL DODGE, L.L.C.)

BELLEVUE AUTOMOTIVE, INC. (F/K/A DODGE OF BELLEVUE, INC.)

BENGAL MOTOR COMPANY, LTD.

Schedule I of Additional Registrants (Continued)

BENGAL MOTORS, INC.

BILL AYARES CHEVROLET, LLC

BLEDSON DODGE, LLC

BOB TOWNSEND FORD, INC.

BODY SHOP HOLDING CORP.

BOSC AUTOMOTIVE REALTY, INC.

BROWN & BROWN CHEVROLET - SUPERSTITION SPRINGS, LLC

BROWN & BROWN CHEVROLET, INC.

BROWN & BROWN NISSAN MESA, L.L.C.

BROWN & BROWN NISSAN, INC.

BUICK MART LIMITED PARTNERSHIP

BULL MOTORS, LLC

C. GARRETT, INC.

CARLISLE MOTORS, LLC

CARWELL HOLDING, LLC

CARWELL, LLC

CENTENNIAL AUTOMOTIVE, LLC (F/K/A EMICH DODGE, LLC)

CERRITOS BODY WORKS HOLDING, LLC

CERRITOS BODY WORKS, INC.

CHAMPION CHEVROLET HOLDING, LLC

CHAMPION CHEVROLET, LLC

CHAMPION FORD, INC.

CHARLIE HILLARD, INC.

CHARLIE THOMAS CHEVROLET GP, LLC

CHARLIE THOMAS CHEVROLET, LTD.

CHARLIE THOMAS CHRYSLER-PLYMOUTH, INC.

CHARLIE THOMAS COURTESY GP, LLC

CHARLIE THOMAS COURTESY LEASING, INC.

CHARLIE THOMAS F. GP, LLC

CHARLIE THOMAS FORD, LTD.

CHARLIE THOMAS COURTESY FORD, LTD.

CHESROWN AUTO, LLC

CHESROWN CHEVROLET, LLC

CHESROWN COLLISION CENTER, INC.

CHESROWN FORD, INC.

CHEVROLET WORLD, INC.

CHUCK CLANCY FORD OF MARIETTA, LLC

CJ VALENCIA HOLDING, LLC

COASTAL CADILLAC, INC.

CONSUMER CAR CARE CORPORATION

CONTEMPORARY CARS, INC.

COOK-WHITEHEAD FORD, INC.

CORPORATE PROPERTIES HOLDING, INC.

CORPUS CHRISTI COLLISION CENTER, INC. (F/K/A AUTO COMPANY I, INC.)

COSTA MESA CARS HOLDING, LLC

COSTA MESA CARS, INC.

COURTESY AUTO GROUP, INC.

COURTESY BROADWAY, LLC

COVINGTON PIKE MOTORS, INC.

CT INTERCONTINENTAL GP, LLC

CT INTERCONTINENTAL, LTD.

CT MOTORS, INC.

D/L MOTOR COMPANY

DEAL DODGE OF DES PLAINES, INC.

Schedule I of Additional Registrants (Continued)

DEALERSHIP PROPERTIES, INC.

DEALERSHIP REALTY CORPORATION

DESERT BUICK-GMC TRUCKS, L.L.C.

DESERT CHRYSLER-PLYMOUTH, INC.

DESERT DODGE, INC.

DESERT GMC, L.L.C.

DOBBS FORD OF MEMPHIS, INC.

DOBBS FORD, INC.

DOBBS MOBILE BAY, INC.

DOBBS MOTORS OF ARIZONA, INC.

DON MEALEY CHEVROLET, INC.

DON MEALEY IMPORTS, INC.

DON-A-VEE JEEP-EAGLE, INC.

DRIVER S MART WORLDWIDE, INC.

EASTGATE FORD, INC.

ED MULLINAX FORD, LLC

EDGREN MOTOR COMPANY, INC.

EDGREN MOTOR HOLDING, LLC

EL MONTE IMPORTS HOLDING, LLC

EL MONTE IMPORTS, INC.

EL MONTE MOTORS HOLDING, LLC

EL MONTE MOTORS, INC.

ELMHURST AUTO MALL, INC.

EMICH SUBARU WEST, LLC

EMPIRE SERVICES AGENCY, INC.

FINANCIAL SERVICES GP, LLC

FINANCIAL SERVICES, LTD.

FIRST TEAM AUTOMOTIVE CORP.

FIRST TEAM FORD OF MANATEE, LTD.

FIRST TEAM FORD, LTD.

FIRST TEAM IMPORTS, LTD.

FIRST TEAM JEEP EAGLE, CHRYSLER-PLYMOUTH, LTD.

FIRST TEAM MANAGEMENT, INC.

FIRST TEAM PREMIER, LTD.

FIT KIT HOLDING, LLC

FIT KIT, INC.

FLORIDA AUTO CORP.

FORD OF GARDEN GROVE LIMITED PARTNERSHIP

FORD OF KIRKLAND, INC.

FOX CHEVROLET, LLC

FOX IMPORTS, LLC

FOX MOTORS, LLC

FRED OAKLEY MOTORS, INC.

FREMONT LUXURY IMPORTS HOLDING, LLC

FT. LAUDERDALE NISSAN, INC.

G.B. IMPORT SALES & SERVICE HOLDING, LLC

G.B. IMPORT SALES & SERVICE, LLC

GENE EVANS FORD, LLC

GEORGE SUTHERLIN NISSAN, LLC

GOVERNMENT BOULEVARD MOTORS, INC.

GULF MANAGEMENT, INC.

HAYWARD DODGE, INC.

HILLARD AUTO GROUP, INC.

HOLLYWOOD IMPORTS LIMITED, INC.



Schedule I of Additional Registrants (Continued)

HOLLYWOOD KIA, INC.

HORIZON CHEVROLET, INC.

HOUSE OF IMPORTS HOLDING, LLC

HOUSE OF IMPORTS, INC.

HOUSTON AUTO M. IMPORTS GREENWAY, LTD.

HOUSTON AUTO M. IMPORTS NORTH, LTD.

HOUSTON IMPORTS GREENWAY GP, LLC

HOUSTON IMPORTS NORTH GP, LLC

IRVINE IMPORTS HOLDING, LLC

IRVINE IMPORTS, INC.

IRVINE TOYOTA/NISSAN/VOLVO LIMITED PARTNERSHIP

JEMAUTCO, INC.

JERRY GLEASON CHEVROLET, INC.

JERRY GLEASON DODGE, INC.

JIM QUINLAN CHEVROLET CO.

JOE MACPHERSON FORD

JOE MACPHERSON IMPORTS NO. I

JOE MACPHERSON INFINITI

JOE MACPHERSON INFINITI HOLDING, LLC

JOE MACPHERSON OLDSMOBILE

JOHN M. LANCE FORD, LLC

J-R ADVERTISING COMPANY

J-R MOTORS COMPANY NORTH

J-R MOTORS COMPANY SOUTH

JRJ INVESTMENTS, INC.

J-R-M MOTORS COMPANY NORTHWEST LLC

KENYON DODGE, INC.

KING S CROWN FORD, INC.

KIRKLAND MOTORS, INC. (F/K/A AUTO COMPANY V, INC.)

L.P. EVANS MOTORS WPB, INC.

L.P. EVANS MOTORS, INC.

LANCE CHILDREN, INC.

LEESBURG IMPORTS, LLC

LEESBURG MOTORS, LLC

LES MARKS CHEVROLET, INC.

LEW WEBB S FORD, INC.

LEW WEBB S IRVINE NISSAN HOLDING, LLC

LEW WEBB S IRVINE NISSAN, INC.

LEWISVILLE IMPORTS GP, LLC

LEWISVILLE IMPORTS, LTD.

LEXUS OF CERRITOS LIMITED PARTNERSHIP

LOT 4 REAL ESTATE HOLDINGS, LLC

LUXURY ORLANDO IMPORTS, INC. (F/K/A AUTO COMPANY III, INC.)

MACHOWARD LEASING

MACHOWARD LEASING HOLDING, LLC

MACPHERSON ENTERPRISES, INC.

MAGIC ACQUISITION CORP.

MAGIC ACQUISITION HOLDING, LLC

MAITLAND LUXURY IMPORTS, INC. (F/K/A AUTO COMPANY XV, INC.)

MARKS FAMILY DEALERSHIPS, INC.

MARKS TRANSPORT, INC.

MAROONE CHEVROLET FT. LAUDERDALE, INC.

MAROONE CHEVROLET, LLC

MAROONE DODGE, LLC

Schedule I of Additional Registrants (Continued)

MAROONE FORD, LLC

MAROONE MANAGEMENT SERVICES, INC.

MC/RII, LLC

MEALEY HOLDINGS, INC.

MECHANICAL WARRANTY PROTECTION, INC.

METRO CHRYSLER JEEP, INC.

MIDWAY CHEVROLET, INC.

MIKE HALL CHEVROLET, INC.

MIKE SHAD CHRYSLER PLYMOUTH JEEP EAGLE, INC.

MIKE SHAD FORD, INC.

MILLER-SUTHERLIN AUTOMOTIVE, LLC

MISSION BLVD. MOTORS, INC.

MR. WHEELS HOLDING, LLC

MR. WHEELS, INC.

MULLINAX EAST, LLC

MULLINAX FORD NORTH CANTON, INC.

MULLINAX FORD SOUTH, INC.

MULLINAX LINCOLN-MERCURY, INC.

MULLINAX USED CARS, INC.

NAPERVILLE IMPORTS, INC.

NEWPORT BEACH CARS HOLDING, LLC

NEWPORT BEACH CARS, LLC

NICHOLS FORD, LTD.

NICHOLS GP, LLC

NISSAN OF BRANDON, INC.

NORTHPOINT CHEVROLET, LLC

NORTHPOINT FORD, INC.

NORTHWEST FINANCIAL GROUP, INC.

ONTARIO DODGE, INC.

OXNARD VENTURE HOLDINGS, INC.

PAYTON-WRIGHT FORD SALES, INC.

PEMBROKE MOTORS, INC. (F/K/A AUTONATION DODGE OF PEMBROKE PINES, INC.)

PEYTON CRAMER AUTOMOTIVE

PEYTON CRAMER AUTOMOTIVE HOLDING, LLC

PEYTON CRAMER F. HOLDING, LLC

PEYTON CRAMER FORD

PEYTON CRAMER INFINITI

PEYTON CRAMER INFINITI HOLDING, LLC

PEYTON CRAMER JAGUAR

PEYTON CRAMER LINCOLN-MERCURY

PEYTON CRAMER LM HOLDING, LLC

PIERCE AUTOMOTIVE CORPORATION

PIERCE, LLC

PITRE CHRYSLER-PLYMOUTH-JEEP OF SCOTTSDALE, INC.

PLAINS CHEVROLET GP, LLC

PLAINS CHEVROLET, LTD.

PMWQ, INC.

PMWQ, LTD.

PORT CITY IMPORTS, INC.

PRIME AUTO RESOURCES, INC.

QUALITY NISSAN GP, LLC

QUALITY NISSAN, LTD.

QUINLAN MOTORS, INC.

R. COOP LIMITED

Schedule I of Additional Registrants (Continued)

R.L. BUSCHER II, INC.

R.L. BUSCHER III, INC.

REAL ESTATE HOLDINGS, INC.

REPUBLIC DM PROPERTY ACQUISITION CORP.

REPUBLIC RESOURCES COMPANY

REPUBLIC RISK MANAGEMENT SERVICES, INC.

RESOURCES AVIATION, INC.

RI MERGER CORP.

RI/BB ACQUISITION CORP.

RI/BBNM ACQUISITION CORP.

RI/BRC REAL ESTATE CORP.

RI/DM ACQUISITION CORP.

RI/HOLLYWOOD NISSAN ACQUISITION CORP.

RI/LLC ACQUISITION CORP.

RI/LLC-2 ACQUISITION CORP.

RI/RMC ACQUISITION GP, LLC

RI/RMC ACQUISITION, LTD.

RI/RMP ACQUISITION CORP.

RI/RMT ACQUISITION GP, LLC

RI/RMT ACQUISITION, LTD.

RI/WFI ACQUISITION CORPORATION

RKR MOTORS, INC.

ROSEVILLE MOTOR CORPORATION

ROSEVILLE MOTOR HOLDING, LLC

SAHARA IMPORTS, INC.

SAHARA NISSAN, INC.

SAUL CHEVROLET HOLDING, LLC

SCM REALTY, INC.

SHAMROCK F. HOLDING, LLC

SHAMROCK FORD, INC.

SIX JAYS LLC

SMI MOTORS HOLDING, LLC

SMI MOTORS, INC.

SMYTHE EUROPEAN HOLDING, LLC

SMYTHE EUROPEAN, INC.

SOUTH BROADWAY MOTORS, LLC (F/K/A EMICH CHRYSLER PLYMOUTH, LLC)

SOUTHWEST MOTORS OF DENVER, LLC (F/K/A SOUTHWEST DODGE, LLC)

SPITFIRE PROPERTIES, INC.

STAR MOTORS, LLC

STEAKLEY CHEVROLET GP, LLC

STEAKLEY CHEVROLET, LTD.

STEEPLECHASE MOTOR COMPANY

STEVE MOORE CHEVROLET DELRAY, LLC

STEVE MOORE CHEVROLET, LLC

STEVE MOORE S BUY-RIGHT AUTO CENTER, INC.

STEVENS CREEK HOLDING, LLC

STEVENS CREEK LUXURY IMPORTS HOLDING, LLC (F/K/A AUTO DEALERSHIP II, LLC)

STEVENS CREEK LUXURY IMPORTS, INC. (F/K/A AUTO COMPANY IV, INC.)

STEVENS CREEK MOTORS, INC.



SUNRISE NISSAN OF JACKSONVILLE, INC.

SUNRISE NISSAN OF ORANGE PARK, INC.

SUNSET PONTIAC-GMC TRUCK SOUTH, INC.

SUNSET PONTIAC-GMC, INC.

SUPERIOR NISSAN, INC.

Schedule I of Additional Registrants (Continued)

SUTHERLIN CHRYSLER-PLYMOUTH JEEP-EAGLE, LLC

SUTHERLIN H. IMPORTS, LLC

SUTHERLIN IMPORTS, LLC

SUTHERLIN NISSAN, LLC

SUTHERLIN TOWN CENTER, INC.

TARTAN ADVERTISING, INC.

TASHA INCORPORATED

TAYLOR JEEP EAGLE, LLC

TERRY YORK MOTOR CARS HOLDING, LLC

TERRY YORK MOTOR CARS, LTD.

TEXAN FORD SALES, LTD.

TEXAN FORD, INC.

TEXAN SALES GP, LLC

TEXAS MANAGEMENT COMPANIES LP, LLC

THE CONSULTING SOURCE, INC.

THE PIERCE CORPORATION II, INC.

TINLEY PARK A. IMPORTS, INC.

TINLEY PARK J. IMPORTS, INC.

TINLEY PARK V. IMPORTS, INC.

TORRANCE NISSAN HOLDING, LLC

TORRANCE NISSAN, LLC

TOUSLEY FORD, INC.

TOYOTA CERRITOS LIMITED PARTNERSHIP

TRIANGLE CORPORATION

T-WEST SALES & SERVICE, INC.

VALENCIA AUTO IMPORTS HOLDING, LLC (F/K/A AUTO DEALERSHIP I, LLC)

VALENCIA B. IMPORTS HOLDING, LLC

VALENCIA B. IMPORTS, INC.

VALENCIA DODGE

VALENCIA DODGE HOLDING, LLC

VALENCIA H. IMPORTS HOLDING, LLC

VALENCIA H. IMPORTS, INC.

VALLEY CHEVROLET, LLC

VANDERBEEK MOTORS HOLDING, LLC

VANDERBEEK MOTORS, INC.

VANDERBEEK OLDS/GMC TRUCK, INC.

VANDERBEEK TRUCK HOLDING, LLC

VILLAGE MOTORS, LLC

VINCE WIESE CHEVROLET, INC.

VINCE WIESE HOLDING, LLC

W.O. BANKSTON NISSAN, INC.

WALLACE DODGE, LLC

WALLACE FORD, LLC

WALLACE LINCOLN-MERCURY, LLC

WALLACE NISSAN, LLC

WEBB AUTOMOTIVE GROUP, INC.

WEST COLORADO MOTORS, LLC (F/K/A EMICH OLDSMOBILE, LLC)

WEST COLTON CARS, INC.

WEST SIDE MOTORS, INC.

WESTGATE CHEVROLET GP, LLC

WESTGATE CHEVROLET, LTD.

WESTMONT A. IMPORTS, INC.

WESTMONT B. IMPORTS, INC.

WESTMONT M. IMPORTS, INC.

Schedule I of Additional Registrants (Continued)

WOODY CAPITAL INVESTMENT COMPANY II

WOODY CAPITAL INVESTMENT COMPANY III

WORKING MAN S CREDIT PLAN, INC.