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JOHN M. McNALLY
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Admitted to U.S. Tax Court

March 23, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Envy Motor Cars, LLC

Dear Sir or Madam:

Please find enclosed the original and a copy of the Articles of Organization for Envy Motor Cars, L.L.C., a Florida limited liability company. I enclose my check in the amount of \$155 to cover your fees as follows: Filing fee \$100, Registered Agent fee \$25, Certified copy fee \$30.

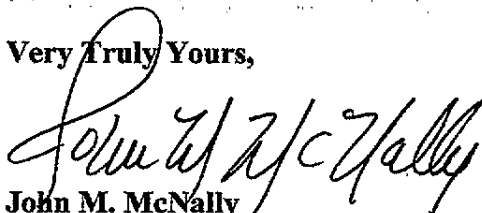
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****155.00 ****155.00

Please return a filed copy upon filing.

Very Truly Yours,


John M. McNally

FILED
00 MAR 28 PM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

Article I- Name:

The name of the Limited Liability Company is: **Envy Motor Cars, L.L.C.**

Article II- Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

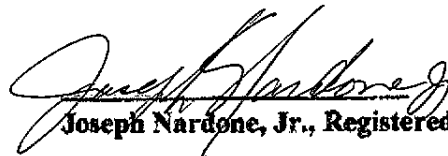
**Palm Green Investments, L.L.C.
c/o Carol Bello
719 Shore Drive
Vero Beach, FLA 32963**

Article III- Registered Agent, Registered Office & Registered Agent's Signature

The name and Florida street address of the registered agent are:

**Joseph Nardone, Jr.
2765 Hawthorne Lane
West Palm Beach, Florida 33409**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Joseph Nardone, Jr., Registered Agent

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00 MAR 28 PM 10:43
SECRETARY OF STATE
TALLAHASSEE, FL 32309

Article IV- Management:

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

Member Signature:



Joseph Nardone, Jr.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

FILED

00 MAR 28 PM 10:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA