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Law Office  
of  
CLIFTON W. WILSON, JR.

P.O. Box 1387  
199 SE Breslin Place  
Lake City, FL 32056

Office: (904)758-1898  
Fax: (904)758-1865

May 24, 2001

Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Baya Auto Service, L.L.C.

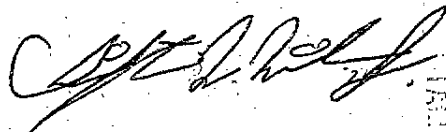
To Whom It May Concern:

Please find enclosed an original and one copy of the Articles of Organization for Baya Auto Service, L.L.C. and a check for \$160. As you can see from the amount of the check, we are requesting a certified copy of the Articles and a Certificate of Status. You will also find enclosed a Certificate of Designation of Registered Agent.

If you have any questions about this matter, please feel free to call me.

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\*\*\*\*160.00 \*\*\*\*160.00

Sincerely,



Clifton W. Wilson, Jr.  
Attorney at Law

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**ARTICLES OF ORGANIZATION  
OF**

**BAYA AUTO SERVICE, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be Baya Auto Service, L.L.C. ("company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company is 2581 Baya Ave., Lake City, FL 32055.

**ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida are Clifton W. Wilson, Jr, Esq., 199 SE Breslin Place, Lake City, Florida 32055.

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

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ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

NAME	ADDRESS
John G. Wilson	2517 Baya Ave., Lake City, FL
Patricia Wilson	2517 Baya Ave., Lake City, FL
Sherman A. Stanley	Rt. 17 Box 1834, Lake City, FL

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IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Lake City, Florida, on this \_\_\_\_ day of May, 2001.

John G. Wilson  
John G. Wilson

Sherman A. Stanley  
Sherman A. Stanley

Patricia Wilson  
Patricia Wilson

STATE OF FLORIDA  
COUNTY OF COLUMBIA

SWORN TO and subscribed to, before me, by JOHN G. WILSON, PATRICIA WILSON and SHERMAN A. STANLEY, the person(s) described in and who executed the foregoing instrument in the presence of undersigned officer and who are:

- personally known to undersigned; OR
- presented the following proof of identification \_\_\_\_\_

WITNESS my hand and official Seal in the County and State last aforesaid on this 24th day of May 2001.

Clifton W. Wilson, Jr.  
NOTARY PUBLIC  
My Commission Expires:



Clifton W. Wilson, Jr.  
MY COMMISSION # CC938897 EXPIRES  
May 21, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

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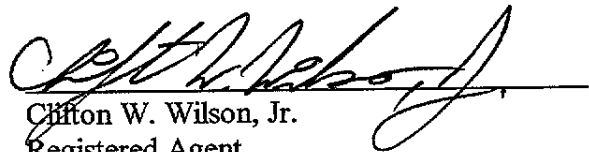
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, Baya Auto Service, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Baya Auto Service, L.L.C.
2. The name and street address of the registered agent in Florida are:

Clifton W. Wilson Jr., Esq.  
199 SE Breslin Place  
Lake City, Florida

The undersigned, being the person named in the articles of organization of Baya Auto Service, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Clifton W. Wilson, Jr.  
Registered Agent

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Lake City, FL 32056  
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