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BAILEY & TRUMBO, P.A.

Attorneys at Law

Robert H. Bailey, Jr.

Robert B. Trumbo, Jr.

Board Certified Civil Trial and
Worker's Compensation Lawyer

February 8, 1999

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

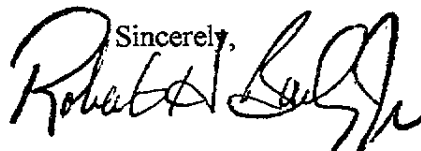
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***285.00 ***285.00

RE: The Service Center

Dear Sir/Madam:

Enclosed please find original Articles of Organization of The Service Center. Please file the original and return a certified copy to our office. A check for the filing fee in the amount of \$285.00 is also enclosed.

Thank you for your attention to this matter.

Sincerely,


Robert H. Bailey, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RBT/II

Enc.

LC
2-18-99

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

ARTICLE I - NAME

The name of the Limited Liability Company is **THE SERVICE CENTER, L.L.C.**

ARTICLE II - ADDRESS

The mailing address of the principal office of the Limited Liability Company is 723 Green Road, New Smyrna Beach, Florida 32168.

ARTICLE III - DURATION

The Limited Liability Company shall have perpetual existence commencing upon the approval of these Articles of Organization with the Department of State, State of Florida.

ARTICLE IV- MANAGEMENT

[] The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who are to serve as manager(s) is/are:

[x] The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Geoffrey N. Hobart
723 Green Road
New Smyrna Beach, FL 32168

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

a). No member shall be admitted without the written consent of all existing members.

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ARTICLE VI - MEMBERS RIGHT TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall not be limited in any manner, provided that they shall unanimously agree to continue the company's business. In the event the remaining members can not agree to continue the company's business, then they shall limit their activity to those matters necessary to conclude the company's business in a reasonable, prudent, and timely manner so as to maintain and liquidate the company's assets without significant loss of value, where possible.

ARTICLE VII - AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of THE SERVICE CENTER, L.L.C. CERTIFIES:

- (1) The above named Limited Liability Company has at least one member;
- (2) The total amount of cash contributed by the member(s) is \$1,000.00 ;
- (3) If any, the agreed upon value of property, other than cash contributed by member(s) is \$22,125.00 (a description of the property is attached hereto and made a part hereof); and
- (4) The total amount of cash and property contributed and anticipated to be contributed by member(s) is \$50,000.00 .

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


GEOFFREY N. HOBART

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

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EQUIPMENT/TOOLS LISTING

<u>ITEM</u>	<u>VALUE</u>
1. Snap-on Tool Box	\$ 2100.00
2. Snap-on Hand Tools, various	5000.00
3. Special tools for specific motor types ..	2500.00
4. Motor stands, lg & sm. (9).....	3500.00
5. Glass beading machine.....	1100.00
6. Air compressor (Craftsman)	425.00
7. Misc. hardware & storage cabinets.....	500.00
8. Shop/Factory motor manuals.....	1200.00...
9. 20' Cherokee Tandem Wheel Trailer.....	5800.00
10. Custom Interior.....	<u>1500.00</u>
 Total Value.....	 \$22,125.00

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TALLAHASSEE, FLORIDA

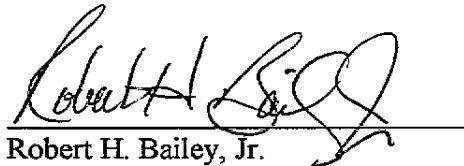
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: THE SERVICE CENTER, L.L.C.
2. The name and the Florida street address of the registered agent are:

Robert H. Bailey, Jr, Esquire of
Bailey & Trumbo, P.A.
340 North Causeway
New Smyrna Beach, FL 32168

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated on 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.


Robert H. Bailey, Jr.

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