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November 12, 1999

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

8000003044078--D
-11/15/99--01088--008
***337.50 ***155.00

W99-26358

Re: OCEANSIDE TIRE & SERVICE, L.L.C.

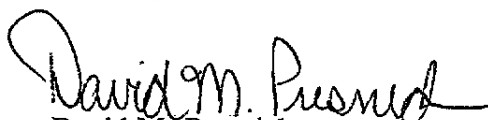
Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Organization for the above proposed Florida limited liability company, along with our client's check in the amount of \$337.50, for payment of the following:

Filing Fee:	\$250.00
Registered Agent Fee:	\$ 35.00
Certified Copy Fee:	\$ 52.50

Please file the enclosed Articles and return a certified copy to us. Thank you for your assistance in this matter.

Sincerely,


David M. Presnick

Enclosures

cc: Lou Agnone, M.D.

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NOV 23 PM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtu
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 16, 1999

AMARI & THERIAC, P.A.
PO BOX 1807
COCOA, FL 32923-1807

SUBJECT: OCEANSIDE TIRE & SERVICE, L.L.C.
Ref. Number: W99000026350

We have received your document for OCEANSIDE TIRE & SERVICE, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 299A00054977

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
OCEANSIDE TIRE & SERVICE, L.L.C.

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I
Name

The name of this limited liability company ("Limited Liability Company") is: **OCEANSIDE TIRE & SERVICE, L.L.C.**

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is: 201 N. Clyde Morris Boulevard, Daytona Beach, Florida 32114-2734.

ARTICLE III
Duration

The Limited Liability Company shall exist for a perpetual duration.

ARTICLE IV
Management

The Limited Liability Company is to be managed by managers, and the names and addresses of the initial managers who are to serve as managers pursuant to the Regulations of the Limited Liability Company ("Managers") until their successors are elected are:

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TALLAHASSEE, FLORIDA

GREGORY J. STELLA

201 N. Clyde Morris Boulevard
Daytona Beach, Florida 32114-2734

LOUIS M. AGNONE

201 N. Clyde Morris Boulevard
Daytona Beach, Florida 32114-2734

HARRY MOULIS

201 N. Clyde Morris Boulevard
Daytona Beach, Florida 32114-2734

DONATO R. RICCI

201 N. Clyde Morris Boulevard
Daytona Beach, Florida 32114-2734

STEVEN W. AYERS

201 N. Clyde Morris Boulevard
Daytona Beach, Florida 32114-2734

The initial managers and all subsequent managers shall serve, be removed and elected pursuant to the Regulations of the Limited Liability Company.

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TALLAHASSEE FLORIDA

ARTICLE V

Admission of Additional Members

Additional members will be admitted only upon the consent of the Members owning a majority of the Membership Units upon such terms as provided in the Regulations.

ARTICLE VI

Members' Rights to Continue Business

The remaining members of the Limited Liability Company shall have the right 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.

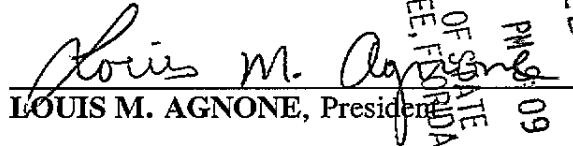
IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 10th day of November, 1999.


STEVEN W. AYERS, Member

MARS INVESTMENTS, LTD., a Florida
limited partnership, Member

By Its General Partner:

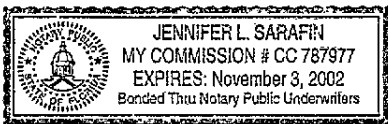
VENUS PROPERTIES, INC., a Florida
corporation


LOUIS M. AGNONE, President

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF VOLUSIA

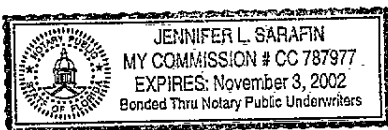
The foregoing instrument was acknowledged before me this 10th day of November, 1999,
by STEVEN W. AYERS who is personally known to me, and who did not take an oath.
DL # A620-799-69-374-0

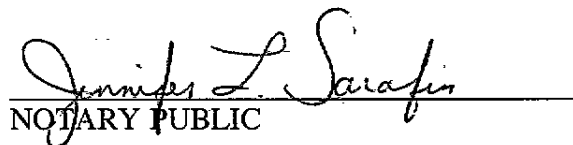



NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 10th day of November, 1999,
by LOUIS M. AGNONE, who is personally known to me to be the President of Venus
Properties, Inc., a Florida corporation, the General Partner of Mars Investments, Ltd., a Florida
limited partnership and who did not take an oath.




NOTARY PUBLIC

CERTIFICATE OF DESIGNATION

OF

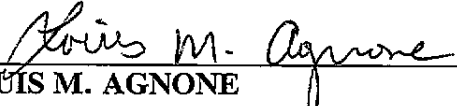
REGISTERED AGENT/REGISTERED OFFICE

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: **OCEANSIDE TIRE & SERVICE, L.L.C.**
2. The name and the Florida street address of the registered agent are:

LOUIS M. AGNONE
201 N. Clyde Morris Boulevard
Daytona Beach, Florida 32114-2734

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.



LOUIS M. AGNONE

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TALLAHASSEE, FLORIDA