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April 17, 2001

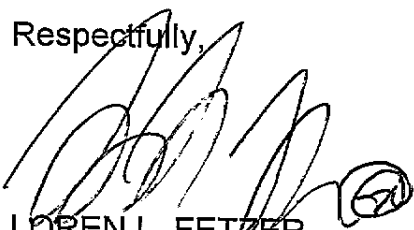
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Organization of
AUTOMOTION, L.L.C..

Also find enclosed a check made payable to the Secretary of State in the amount
of \$125.00 which includes the statutory filing fee. Your assistance in establishing
the Limited Liability Company to be known as : **AUTOMOTION, L.L.C.** is
appreciated.

Respectfully,



LOREN L. FETZER
330 Clematis Street, Ste. 119
W. Palm Beach, FL 33401

FILED
01 MAY - 1 PM 7:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****125.00 ****125.00

ARTICLES OF ORGANIZATION
OF
AUTOMOTION, L.L.C.

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a Limited Liability Company under the laws of the State of Florida.

ARTICLE ONE

The name of the Limited Liability Company is: **AUTOMOTION, L.L.C.**
The principle address of the Limited Liability Company is: 330 Clematis Street, Ste. 119, W. Palm Beach, FL 33401.

ARTICLE TWO

This Limited Liability Company shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE THREE

The purpose for which the Limited Liability Company is organized is the transaction of any or all lawful business for which Limited Liability Companies may be organized in accordance with Florida Statutes.

ARTICLE FOUR

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

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01 MAY - 1 PM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FIVE

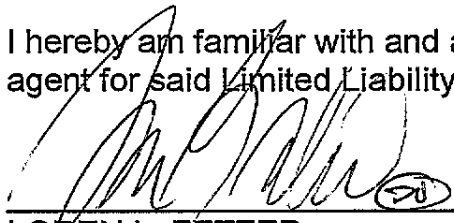
This Limited Liability Company shall have at least two members initially with the exact number of members to be specified by the members from time to time. The names and addresses of the initial members of this corporation is/are:

Name	Mailing Address
LOREN L. FETZER	330 Clematis Street, Ste. 119 W. Palm Beach, FL 33401
DION M. DORIZAS	330 Clematis Street, Ste. 119 W. Palm Beach, FL 33401

ARTICLE SIX

The street address and mailing address of the initial principal registered office is: 330 Clematis Street, Ste. 119, W. Palm Beach, FL 33401 , and the name of its initial registered agent of this Limited Liability Company is: LOREN L. FETZER

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Limited Liability Company.



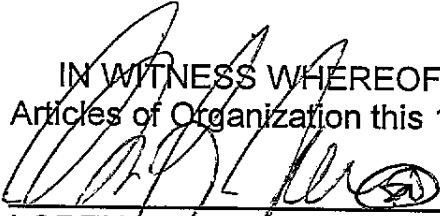
LOREN L. FETZER

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MAY - 1 7:45
CLERK OF DISTRICT COURT
JUDICIAL DISTRICT NO. 1
PALM BEACH COUNTY, FLORIDA

ARTICLE SEVEN

The private property of the members shall not be subject to the payment of the company's's debts to any extent whatsoever.

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Organization this 17 day of April, 2001.



LOREN L. FETZER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

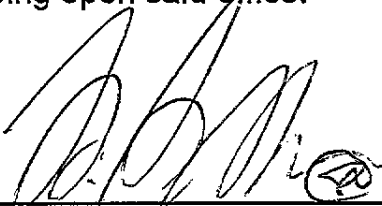
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 608 of the Florida Statutes, the following is submitted,
in compliance with said act:

FIRST: that **AUTOMOTION, L.L.C.**, desiring to organize under the laws of the
State of Florida, with its principal office, as indicated in the Articles of
Organization, at City of West Palm Beach, County of Palm Beach, State of
Florida, has named LOREN L. FETZER located at: 330 Clematis Street, Ste. 119,
W. Palm Beach, FL 33401, County of Palm Beach, State of Florida, as its agent
to accept service of process within the state.

ACKNOWLEDGMENT: MUST BE SIGNED BY DESIGNATED AGENT

Having been named to accept service of process for the above Limited
Liability Company, at place designated in this certificate, I hereby accept to act in
this capacity, and agree to comply with the provision of said Act relative to
keeping open said office.



By: **LOREN L. FETZER**
Registered Agent

FILED
01 MAY -1 PM 7:45
STATE OF FLORIDA
TALLAHASSEE