

LO10000007945

WILLIAM S. WEISMANN  
7851 Sugar View Court  
Orlando, FL 32819  
407-226-7158  
Email: weismann32@ix.netcom.com

5/16

MJH

May 14, 2001

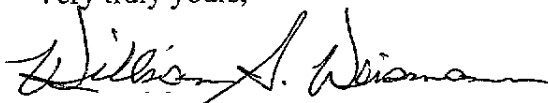
Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-05/16/01--01074--004  
\*\*\*\*125.00 \*\*\*\*125.00

We are filing the Articles of Organization of **Direct Auto Group L.L.C.** in accordance with Chapter 608, Florida Statutes. Enclosed also is a check in the amount of \$125.00. Of this amount, \$100.00 constitutes the Filing Fee and \$25.00 constitutes the Fee for Designation of a Registered Agent.

We would sincerely appreciate your expedited handling of this application.

Very truly yours,

  
William S. Weismann

Enclosures

FILED  
01 MAY 16 PM 5:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Date:** May 14, 2001

**Articles of Organization  
of  
Direct Auto Group L.L.C.**

**Article I Name:**

The name of the Limited Liability Company is: Direct Auto Group L.L.C.

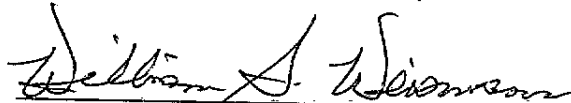
**Article II Address:**

The mailing address and street address of the principal office of the Limited Liability Company is: 7851 Sugar View Court  
Orlando, FL 32819

**Article III Registered Agent:**

The name and address of the Limited Liability Company's registered agent is:  
William S. Weismann  
7851 Sugar View Court  
Orlando, FL 32819

Having been named as registered agent and to accept service of process for the above stated named 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.

  
\_\_\_\_\_  
William S. Weismann

**Article IV Management:**

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

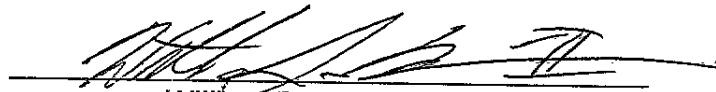
William S. Weismann  
7851 Sugar View Court  
Orlando, FL 32819

William S. Weismann II  
7851 Sugar View Court  
Orlando, FL 32819

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01 MAY 16 PM 5:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
William S. Weismann

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.

  
William S. Weismann II

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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7. Management of Company. Management of the company is reserved to the Managerial Member. The name and address of the Managerial Member is:

Names	Addresses
BRADLEY E. DOLGIN	P.O. BOX 55811 St. Petersburg, Fl 33732-5811

8. Amendment of Articles of Organization. Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

9. Regulations of Company. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

10. Informal Action of Members. Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Manager(s) of the Company as part of its records.)

11. Contracting Debt. Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the Manager(s) or if managed by the Members, by any Member of this Company, unless otherwise provided herein.

12. Transferability of Member's Interest. An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to

receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

13. Withdrawal or Reduction of Member's Contributions to Capital.

A. A Member shall not receive out of the Company property any part of his or its contribution to capital until:

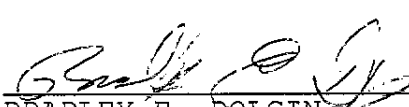
(1) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,

(2) the consent of all Members is had, unless the return of the contributions to capital may be rightfully demanded,

(3) these articles of organization are canceled or so amended as to set out the withdrawal reduction.

(B) A Member shall be entitled to the return of his or its contribution in the manner provided for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 3 day of May, 2001.

  
BRADLEY E. DOLGIN

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.

  
Warren J. Khaust

Date: May 4, 2001