

LO10000 18595

A1A Florida Corporate Services

Requester's Name
 218 Southern Country Lane
 Address
 Quincy, Florida 32351
 City/State/Zip
 850-921-4840
 Phone #

Office Use Only

order # 1185

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CARRERA, LLC
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

RECEIVED
 OCT 29 AM 10:17
 DIVISION OF CORPORATIONS
 STATE OF FLORIDA
 ALL HANDS

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

100004656431--5

-10/29/01--01024--013

***828.75 ***130.00

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement Trademark Other

CR2EO31 (7/97)

Examiner's Initials:

JB 29-01

ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

In compliance with Chapter 608, F.S.

ARTICLE I NAME

The name of the Limited Liability Company is:

CARRERA, LLC

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

9881 EAST BAY HARBOR DR. #3E

BAY HARBOR ISLANDS, FL 33154

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE REGISTERED AGENT SIGNATURE

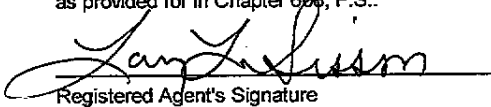
The name and the Florida street address of the registered agent are:

LARRY SISSON

218 SOUTHERN COUNTRY LANE

QUINCY, FL 32351

Having been named as registered agent 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 as provided for in Chapter 608, F.S..


Registered Agent's Signature

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one member or more members and is, therefore, member - managed company.

ARTICLE V MEMBERS (optional)

Member #1

JAMES SINCLAIR

9881 EAST BAY HARBOR DR. #3E BAY HARBOR ISLANDS, FL 33154

Member #2

MARK MCAFEE

43 BROOKGREEN CIRCLE MONTGOMERY, TX 77356

Member #3

GORDON RICHARDSON

106 OCEANRIDGE DR. FERNANDINA BEACH, FL 32034

Member #4

EUGENE LYON

1545 PELICAN LANE VERO BEACH, FL 32963

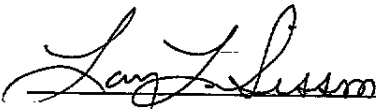
RECEIVED BY MAIL
ALLAPOSTOLICA
01 OCT 29 11:11:48

ATTORNEY
AND
COUNSEL
AT
LAW

ARTICLE VI MANAGERS (optional)

ARTICLE VII

No member or manager of the LLC shall be personally liable to the LLC or its members for monetary damages for breach of fiduciary duty as a member or manager, provided, however, that the foregoing clause shall not apply to any liability of a member or manager (I) for any breach of the member's or manager's duty of loyalty to the LLC or its members, (II) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (III) for any transaction from which the member or manager derived an improper personal benefit. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney's fees and expenses to any person who is or was a member or manager of the LLC.



Signature of a member or an authorized representative of a member.

(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.

Larry Sisson
Typed or printed name of signee

APPROVED
AND
FILED
01 OCT 29 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA