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MARCH 5, 2002

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Via FEDEX Overnight Delivery

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Articles Of Organization for Matrix Automotive, L.L.C.

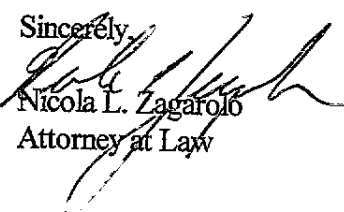
To whom it may concern:

Enclosed please find an original and one copy of the Articles Of Organization and a Certificate of Designation and Acceptance of Registered Agent for Matrix Automotive, L.L.C., a Florida Limited Liability Company. Further, I have also enclosed our Check in the amount of \$155.00. Please note that \$125.00 is being forwarded as payment for the filing fee for said corporation, and \$30.00 is being forwarded as payment for certified copies of said documents.

In closing, I ask that you carefully review the enclosed documents and immediately contact me at the above Pompano Beach address and telephone number with any questions or comments regarding same. If all is in order, kindly return the requisite documents to our Pompano Beach Office once same have been processed and filed.

I thank you for your anticipated cooperation and ask that you contact my office if I may be of any further assistance.

Sincerely,


Nicola L. Zagarolo
Attorney at Law

Enclosures.

FILED
02 MAR 11 PM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L02-5998
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**ARTICLES OF ORGANIZATION FOR
MATRIX AUTOMOTIVE, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I--Name:

The name of the Limited Liability Company is:

MATRIX AUTOMOTIVE, L.L.C.

ARTICLE II--Date of Original Filing:

The date of filing of the Original Articles of Organization of the Limited Liability Company was:

March 5, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE III--Address:

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

9835-16 Lake Worth Road, PMB 323

Lake Worth, Florida 33467

ARTICLE IV--Duration:

The period of duration for the Limited Liability Company shall be perpetual from the date of the filing of these Articles with Secretary of State of Florida unless terminated earlier by the death, insanity, bankruptcy, retirement, resignation or expulsion of one of its members or upon other grounds Stated in the Florida Statutes and/or the Operating Agreement of the Company.

ARTICLE V--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 is/are to serve as manager(s) is/are: _____

☒ 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: _____

Frank Michael Fini 9835-16 Lake Worth Road, PMB 323, Lake Worth, Florida 33467

Tyree Smith 9835-16 Lake Worth Road, PMB 323, Lake Worth, Florida 33467

ARTICLE VI--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:

Additional members may be admitted at such times and on such terms and conditions as all members may unanimously agree in writing and upon the granting of the express written consent of each member and as further provided in the Operating Agreement of the Company.

ARTICLE VII--Members Rights 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 be:

The remaining members of the Company may continue the business upon the termination of the continued membership of a member in the company upon unanimous agreement as provided in the Operating Agreement of the Company.

In accordance with sections 608.408(3) and 608.411, Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Frank Michael Fini

Frank Michael Fini

Tyree Smith

Tyree Smith

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared, Frank Michael Fini and Tyree Smith is personally known to me or produced ~~their~~ identification and who executed the foregoing Articles of Organization, and acknowledged before me that they subscribed to those Articles of Organization for the purposes therein designated.

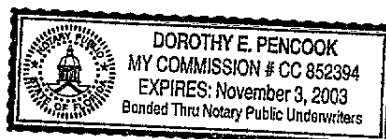
WITNESS my hand and seal this 5 day of March, 2002.

Dorothy E. Pencook
Notary Public

Printed Name:

DOROTHY E. PENCOOK

My Commission Expires:



**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:

MATRIX AUTOMOTIVE, L.L.C.

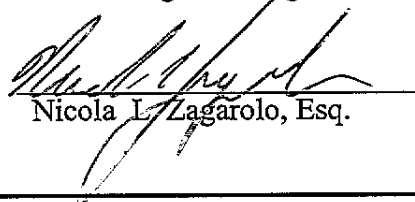
2. The name and the Florida street address of the registered agent are:

NICOLA L. ZAGAROLO, ESQ.

3800 N.E. Third Avenue

Pompano Beach, Florida 33432

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.


Nicola L. Zagarolo, Esq.

This will acknowledge your request for the forms and instructions to form a Florida Limited Liability Company pursuant to Chapter 608, Florida Statutes. All information included in the articles of organization must be in English and must be typewritten or printed legibly. If this requirement is not met, the document will be returned for correction(s). The Division of Corporations suggests using the sample articles merely as a guideline. Pursuant to s. 608.407, Florida Statutes, additional information may be contained in the articles of organization.

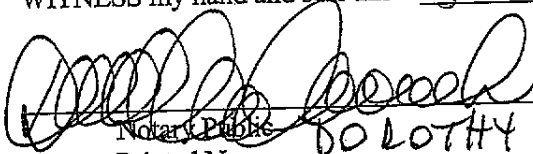
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared, Nicola L. Zagarolo is personally known to me or produced his as identification and who executed the foregoing Articles of Organization, and acknowledged before me that they subscribed to those Articles of Organization for the purposes therein designated.

WITNESS my hand and seal this 5 day of MARCH, 2002.



Notary Public
Printed Name:

DOROTHY E. PENCOOK

My Commission Expires:



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02 MAR 11 PM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA