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Florida Department of State
Division of Corporations
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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LIMITED LIABILITY COMPANY

auto supersaver, l.l.c.

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION
OF
AUTO SUPERSAVER, L.L.C.

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TALLAHASSEE, FLORIDA

The undersigned, desiring to form a Limited Liability Company pursuant to Florida Statutes Chapter 608, hereby states as follows:

ARTICLE I

The name of this Limited Liability Company shall be AUTO SUPERSAVER, L.L.C.

ARTICLE II

The existence of this Company shall commence when these Articles of Organization are filed with the Secretary of State of the State of Florida and the Company shall have a perpetual existence.

ARTICLE III

The purpose of which this Company is organized is to purchase, sell and lease motor vehicles, or such other business as the Members may agree.

ARTICLE IV

The initial place of business and mailing address of the Company shall be 850-B North State Road 7, Plantation, Florida 33317.

ARTICLE V

The Company's initial registered agent for service of process in the State of Florida shall be Charie Watters whose address is 850-B North State Road 7, Plantation, Florida 33317.

Prepared By:
Melissa K. Rashbaum, Esq.
1815 Griffin Road, Suite 200
Ft. Lauderdale, FL 33004
954-342-8484
Florida Bar Number 0059854

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ARTICLE VI

No member may be admitted to the Company other than as provided in the Regulations from time to time adopted by the members hereof.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member hereof or upon the occurrence of any other event which terminates the continued membership of any member hereof, the remaining members shall have the right pursuant to Regulations adopted by said members to continue the existence of this Company.

ARTICLE VII

The management of this Company is reserved to the members. The initial managing member shall be Cherie Watters whose address is 850-B North State Road 7, Plantation, Florida 33317.

IN WITNESS WHEREOF, the undersigned, being a member of the above-named Company, for the purpose of forming a limited liability company to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Organization this 21 day of May, 2002.


Cherie Watters, member

STATE OF FLORIDA)
)ss:
COUNTY OF Broward)

The foregoing Articles of Organization was acknowledged to me this 29 day of May, 2002, by Cherie Watters, who is personally known to me or who produced as identification, and who took an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Notary Public, State of Florida

My Commission Expires:

JEFFREY N. MARKS
Notary Public, State of Florida
My comm. exp. Mar. 2, 2003
Comm. No. CC813995

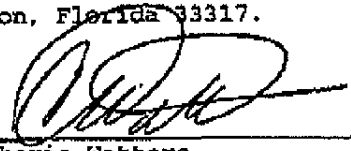
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

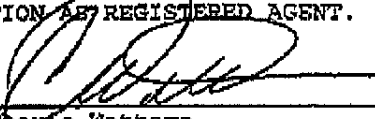
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Pursuant to the provisions of Section 608.407 and Section 489.091, Florida Statutes, the undersigned company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is: AUTO SUPERSAVER, L.L.C.
2. The name and address of the registered agent and office is: Cherie Watters, 850-B North State Road 7, Plantation, Florida 33317.


Cherie Watters,
Registered Agent 5/29/02

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.


Cherie Watters,
Registered Agent 5/29/02

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