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Via Federal Express

Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Filing of Articles of Organization for G & R Auction Company, LLC

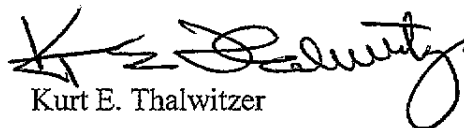
Dear Sir or Madam:

Enclosed please find the Articles of Organization for G & R Auction Company, LLC.

Also enclosed is our firm check in the amount of \$125.00 which is for the filing fee.
Please return a certified copy of the documents filed in the enclosed envelope.

Please call me should you have any questions.

Very truly yours,


Kurt E. Thalwitzer

KET:km

Enclosures



**ARTICLES OF ORGANIZATION
OF
G & R AUCTION COMPANY, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be G & R Auction Company, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company in Florida shall be 1500 Jacobs Road (Corner of Hwy. 92), Deland, Florida 32724.

ARTICLE III - DURATION

The period of duration of the Company shall be perpetual commencing on the date these Articles of Organization are filed by the Florida Department of State unless the Company is earlier dissolved as provided in these Articles of Organization or the Operating Agreement of the Company.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Kurt E. Thalwitzer, 225 East Robinson St., Suite 600, Orlando, Florida 32801.

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be set forth in the Operating Agreement of the Company.

ARTICLE VII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events as provided in the Operating Agreement or upon the occurrence of any other event that terminates the continued membership of a member in the Company as provided in Section 608.441, Florida Statutes, unless the business of the Company is continued by the consent of all the remaining members.

ARTICLE VIII - MANAGEMENT

The Company shall be managed by two managing members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial managing members of the Company are: William Mark George, 945 Niblick Drive, Casselberry, Florida 32707 and Jeffrey P. Ramsey, 1501 N. Leavitt Street, Orange City, Florida 32763.

ARTICLE IX - RETURN OF CAPITAL

No member may demand return of capital contributions except as may be provided in the Operating Agreement of the Company.

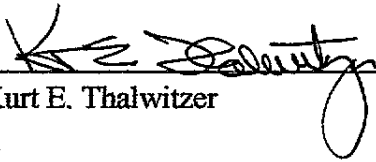
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization this 17th day of June, 2002.


William Mark George


Jeffrey P. Ramsey

Acceptance of Registered Agent

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 as provided for in Chapter 608, F.S.


Kurt E. Thalwitzer