

J. GERARD CORREA  
ATTORNEY AT LAW  
BOARD CERTIFIED TAXP

J. GERARD CORREA, P.A.

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REPLY TO  
ST. PETERSBURG

FAX (727) 576-8513

July 19, 2002

Secretary of State  
Charter Division - Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: M R INTERNATIONAL AUTO SALES, LLC

800006554668--3

-07/22/02--01068--006

\*\*\*\*155.00 \*\*\*\*155.00

Gentlemen:

Enclosed herewith, in duplicate, are Articles of Organization for  
M R INTERNATIONAL AUTO SALES, LLC. Enclosed is our check in the  
amount of \$155.00, covering the following fees:

Filing Fee for Articles of Organization	100.00
Certified copy of Articles	30.00
Registered Agent Designation	25.00

Total

\$ 155.00

Please send a certified copy of the Articles of Organization to our  
St. Petersburg, Florida office.

Yours truly,

J. GERARD CORREA, P.A.

J. Gerard Correa

JGC/dha  
Enclosure

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

602-18473  
JR

ARTICLES OF ORGANIZATION

FOR

M R INTERNATIONAL AUTO SALES, LLC

ARTICLE I - Name

The name of this limited liability company shall be M R INTERNATIONAL AUTO SALES, LLC.

ARTICLE II - Duration

The limited liability company shall have a perpetual existence.

ARTICLE III - Purpose and Powers

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

ARTICLE IV - Principal Office

The mailing address and the street address of this limited liability company shall be: 3700 Fifth Avenue North, St. Petersburg, Florida 33713.

ARTICLE V - Initial Registered Agent and Office

The initial registered agent for this limited liability company and the street address of the initial registered agent is:

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TALLAHASSEE, FLORIDA

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MAREK RUSIECKI, 4012 Yardly Avenue North, St. Petersburg, Florida 33713.

ARTICLE VI - Additional Members

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

ARTICLE VII - Initial Manager

This limited liability company shall be managed by one or more managers. The number of managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial manager are as follows:

MAREK RUSIECKI, 3700 Fifth Avenue North, St. Petersburg, Florida 33713.

The initial manager shall serve until the first annual meeting of members or until his successor is elected and qualified or until his death or resignation.

ARTICLE VIII - Regulations

The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

ARTICLE IX - Members' Right to Continue Business

The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to the approval by the unanimous vote of the remaining members; provided that there be at least be one member.

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ARTICLE X - Amendment

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 19 day of July, 2002

Marek Rusiecki  
MAREK RUSIECKI, Member  
Authorized Representative of  
the Members

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 19 day of July, 2002, by MAREK RUSIECKI, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

NOTARY PUBLIC

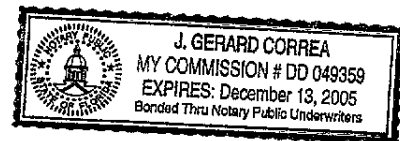
J. Gerard Correa  
Sign

J. GERARD CORREA

Print

State of Florida at Large

My commission expires:




CERTIFICATE OF REGISTERED AGENT

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

That M.R. INTERNATIONAL AUTO SALES, LLC, designed to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization in the City of St. Petersburg, County of Pinellas, State of Florida, has named MAREK RUSIECKI, whose address is 4012 Yardley Avenue North, St. Petersburg, Florida 33713, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated organization, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping said office open.



MAREK RUSIECKI  
Registered Agent

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TALLAHASSEE, FLORIDA

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