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LIMITED LIABILITY COMPANY

COUNTRYSIDE MOTORS, LLC

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ARTICLES OF ORGANIZATION
OF
COUNTRYSIDE MOTORS, LLC

The undersigned, acting as the Manager of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I
Name

The name of this Company shall be COUNTRYSIDE MOTORS, LLC.

ARTICLE II
Place of Business

The principal place of business of this Company shall be 3030 Turtle Brooke, Clearwater, Florida 33761, and the mailing address of this Company shall be 3030 Turtle Brooke, Clearwater, Florida 33761, or such other place or places as may be designated by the manager from time to time.


ARTICLE III
Registered Agent and Office

The initial registered agent for this Company shall be Michael G. Little, and the address of the registered agent for service of process shall be 911 Chestnut Street, Clearwater, Florida 33756.

ARTICLE IV
Management of Business

The Company shall be manager-managed.

The undersigned has executed these Articles of Organization this 30th day of July, 2002.



Michael G. Little, Authorized Representative

Prepared By:
Michael G. Little, Esquire
Johnson, Blakely, Pope, Bokor,
Ruppel & Burns, P.A.
911 Chestnut Street
Clearwater, Florida 33756
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**CERTIFICATE OF DESIGNATION
AND ACCEPTANCE REGISTERED AGENT**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 911 Chestnut Street, Clearwater, Florida 33756, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated: 7/30/02



Michael G. Little

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