

OCT-10-02

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FROM-Gunster Yoakley

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Account Name : GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.-FT. L
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LIMITED LIABILITY COMPANY

Lucas Racing-II, LLC

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**ARTICLES OF ORGANIZATION
OF
LUCAS RACING-II, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization for such Company:

ARTICLE I

NAME

The name of the Company is Lucas Racing-II, LLC.

ARTICLE II

ADDRESS

The mailing address and the street address of the principal office of the Company is 1314 E. Las Olas Blvd., #911, Fort Lauderdale, FL 33301.

ARTICLE III

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial Registered Agent of the Company is Valdes-Fauli Corporate Services, Inc., 500 E. Broward Boulevard, Suite 1400, Fort Lauderdale, Florida, 33394.

ARTICLE IV

MANAGEMENT

The Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

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ARTICLE V

MEMBERSHIP UNITS

The Company is authorized to issue One Hundred (100) Membership Units.

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

Dated: 130 Sept, 2002

Daniel E. Lucas
DANIEL E. LUCAS, TRUSTEE OF THE
DANIEL E. LUCAS REVOCABLE TRUST
DATED JUNE 19, 2001
Member

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ACCEPTANCE OF DESIGNATION AS 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 on behalf of Valdes-Fauli Corporate Services, Inc., 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, Florida Statutes.

Dated: October 10, 2002

VALDES-FAULI CORPORATE
SERVICES, INC.

By: MARTIN R. PRESS, Vice President
Initial Registered Agent

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