

L02000027617

809 Eastover Circle
DeLand, FL 32724

October 11, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300008421889--1
-10/17/02--01037--008
***125.00 ***125.00

Re: Organization of DEALER MARKETING SYSTEMS, LLC.

Dear Sirs:

Enclosed herewith is an original and one copy of the proposed Articles of Organization and Designation of Registered Agent for DEALER MARKETING SYSTEMS, LLC.

Also enclosed is my check in the amount of \$125.00 representing the following:

Filing Fee \$100.00

Registered Agent Fee..... 25.00

Thank you for your assistance. If you need to contact me in regard to the above matter, I can be reached by telephone at 386-736-1206.

My e-mail address is: rddavis@695online.com

5

Sincerely yours,

Robert D. Davis
Robert D. Davis

302A 00058002

BK

FILED
OCT 17 AM 10:22
TALLAHASSEE, FLORIDA
STATE

ARTICLES OF ORGANIZATION
OF
DEALER MARKETING SYSTEMS, LLC

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

ARTICLE I
Name, Registered Office and
Registered Agent

The name of this company is DEALER MARKETING SYSTEMS, LLC

The address of the principal registered office of this company is 809 Eastover Circle, DeLand, FL 32724. This is also the company's mailing address.

The Registered Agent of the company is Robert D. Davis, 809 Eastover Circle, DeLand, FL 32724.

The place of service of process for the company shall be 809 Eastover Circle, DeLand, FL 32724.

ARTICLE II
Duration

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than December 31, 2050, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III
Purpose and Powers

1. Purposes. Excepted as restricted by these Articles or Organization, the limited liability company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Florida Statutes.

2. General Powers Section. Except as restricted in these Articles or Organization, the limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise legally pursuant to Florida Statutes.

FILED
02 OCT 17 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
Capital Contributions

The members of the Company and their addresses are as follows and they shall contribute to the capital of the Company the following:

NAME	CONTRIBUTION
Robert D. Davis 809 Eastover Circle, DeLand, FL 32724.	\$100.00
Jeanette G. Davis 809 Eastover Circle, DeLand, FL 32724.	\$100.00

FILED
02 OCT 17 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
Additional Capital Contributions

Each member shall make additional capital contributions to the Company, if such contributions are needed by the Company as provided in the Regulations, upon the request of a member or a manager. The cumulative total of such additional contributions paid by a member shall not exceed \$2,500.00.

ARTICLE V
Admission of New Members

No additional members shall be admitted to the Company except with the unanimous consent of all the members of the Company and upon such terms and conditions as shall be determined by the members. A member may transfer his or her interest in the Company as set forth in the Regulations. The transferee shall have not right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI
Management

The Company shall be managed by a manager or managers in accordance with the Regulations adopted by the members for the management

of the business and affairs of the Company. Such Regulations 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 manager of the company, who shall serve until the first annual meeting of the members or until his successor is duly appointed and qualify are:

NAME	ADDRESS
Robert D. Davis	809 Eastover Circle, DeLand, FL 32724.

ARTICLE VII
Termination of Existence

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members, and as otherwise provided in the Regulations.

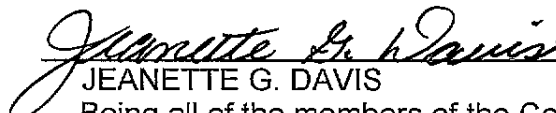
ARTICLE VIII
Amendments

The limited liability company reserves the right to amend its Articles of Organization from time to time in accordance with Florida Statutes.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization on this 15 th day of October, 2002.



ROBERT D. DAVIS



JEANETTE G. DAVIS
Being all of the members of the Company.

FILED
02 OCT 17 AM 10:22
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

County of Volusia
State of Florida

I hereby certify that on this date, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared ROBERT D. DAVIS and JEANETTE G. DAVIS to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

Witness my hand and official seal in the County and State last aforesaid this
15th day of Oct, 2002.

Karen Hart
(Notary Public)



Karen Hart
MY COMMISSION # CC763311 EXPIRES
October 24, 2002
BONDED THROUGH TROY FARM INSURANCE, INC.

FILED
02 OCT 17 AM 10:22
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ACCEPTANCE TO SERVE AS REGISTERED AGENT

Pursuant to Florida Statutes, the undersigned, ROBERT D. DAVIS, does hereby consent to serve as the Registered Agent of DEALER MARKETING SYSTEMS, LLC. and to accept service of process for the above stated company at the place designed in the Articles of Organizations and hereby states that he is familiar with, and accepts, the obligations of the position of Registered Agent. Such Registered Agent's address for service of process shall be:

809 Eastover Circle, DeLand, FL 32720.

DATED: OCTOBER 11, 2002

Robert D. Davis
ROBERT D. DAVIS
Registered Agent