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AS

J. GERARD CORREA, P.A.

J. GERARD CORREA
ATTORNEY AT LAW
BOARD CERTIFIED TAXATION

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(727) 577-9876

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CLEARWATER, FLORIDA 33763-1106
(727) 792-3058

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REPLY TO
ST. PETERSBURG

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FAX (727) 576-8513

November 6, 2002

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

Re: RANDALL HOLDINGS OF PINELLAS, LLC

Gentlemen:

Enclosed herewith, in duplicate, are Articles of Organization for RANDALL HOLDINGS OF PINELLAS, 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/sk
Enclosure

ARTICLES OF ORGANIZATION
FOR
RANDALL HOLDINGS OF PINELLAS, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this limited liability company shall be RANDALL HOLDINGS OF PINELLAS, 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 to own and lease all rights to a taxicab service business in Pinellas County, Florida, and 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: 1634-32nd Avenue North, St. Petersburg, FL 33713.

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ARTICLE V - Initial Registered Agent and Office

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The initial registered agent for this limited liability company and the street address of the initial registered agent is J. RANDALL GEORGE, 1634-32nd Avenue North, St. Petersburg, FL 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: J. RANDALL GEORGE, 1634-32nd Avenue North, St. Petersburg, FL 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.

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 5th day of November, 2002.


J. RANDALL GEORGE

Authorized Representative of
the Members

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 5th
day of November, 2002, by J. RANDALL GEORGE, who is personally
known to me or who has produced a driver's license as
identification and who did take an oath.

NOTARY PUBLIC

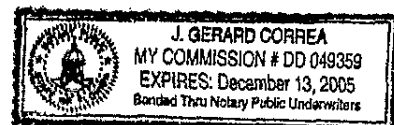

Sign

J. GERARD CORREA

Print

State of Florida at Large

My commission expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


CERTIFICATE OF REGISTERED AGENT

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

That RANDALL HOLDINGS OF PINELLAS, 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 J. RANDALL GEORGE, whose address is 1634-32nd 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.



J. RANDALL GEORGE
Registered Agent