

L03000020200

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000207551 0))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : DALE, BALD, SHOWALTER & MERCIER, P.A.
Account Number : I20000000171
Phone : (904) 355-1155
Fax Number : (904) 355-1520

LIMITED LIABILITY COMPANY

North Star Motors, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

RECEIVED
03 JUN -4 PM 4:24
DIVISION OF CORPORATION

L03-20200
QR

((H03000207551 0)))

NORTH STAR MOTORS, LLC

ARTICLES OF ORGANIZATION

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, do hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is NORTH STAR MOTORS, LLC (the "Company").

ARTICLE II. ADDRESSES

The mailing address and the street address of the principal office of the Company are the following: 3573 Beauclerc Circle, North, Jacksonville, Florida 32257.

ARTICLE III. DURATION AND CONTINUATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

ARTICLE IV. REGISTERED AGENT AND OFFICE

The Company designates 200 West Forsyth Street, Suite 1100, Jacksonville, Florida 32202-4308, as the street address of the initial registered office of the Company and names Michael A. Candeto as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE V. MANAGEMENT

The business operations of the Company shall be conducted, carried on, and managed by no fewer than two (2) Managers, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. The names and addresses of the initial Managers are as follows:

((H03000207551 0)))

Steven A. LaMore
3573 Beauclerc Circle, North
Jacksonville, Florida 32257

Sergey Balabayev
4912 Sumner Creek Drive
Jacksonville, Florida 32258

Each Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified.

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

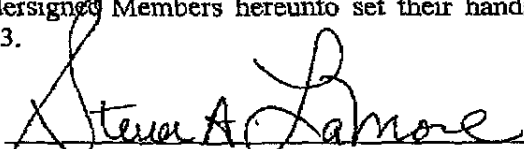
ARTICLE VII. MEMBERS' RIGHTS TO CONTINUE BUSINESS

The Members shall have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company in the manner set forth in the Operating Agreement of the Company.

ARTICLE VIII. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned Members hereunto set their hands and seals this 3 day of June, 2003.


STEVEN A. LaMORE, Member


SERGEY BALABAYEV, Member

((H03000207551 0)))

(((H03000207551 0)))

NORTH STAR MOTORS, LLC

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, NORTH STAR MOTORS, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the State of Florida.

1. The name of the Company is: NORTH STAR MOTORS, LLC.
2. The name of the registered agent and the address of the registered office are:

NAME: Michael A. Candeto

ADDRESS: 200 West Forsyth Street, Suite 1100
Jacksonville, Florida 32202-4308

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 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.

By: Michael A. Candeto
Michael A. Candeto, Registered Agent

Dated: June 3, 2003