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DIVISION OF CORPORATIONS
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CORPORATION SERVICE COMPANY"

ACCOUNT NO. : 072100000032

REFERENCE : 182612 7356838

AUTHORIZATION :

COST LIMIT : \$ 155.00

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SERIALS SECTION
TALLAHASSEE, FLORIDA

ORDER DATE : July 25, 2003

ORDER TIME : 11:32 AM

ORDER NO. : 182612-010

CUSTOMER NO: 7356838

CUSTOMER: Ms. Patty Jones
Smith, Gambrell & Russell Llp

Suite 2600
50 North Laura Street
Jacksonville, FL 32202

DOMESTIC FILING

NAME: RPM AUTOMOTIVE-JULINGTON CREEK
LLC

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

OF

RPM AUTOMOTIVE - JULINGTON CREEK, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I

Name; Address

The name of the limited liability company (the "Company") is RPM Automotive - Julington Creek, LLC, and the address of the principal office and mailing address of the company is at 9148 Phillips Highway, Jacksonville, Florida 32256-1308.

Article II

Initial Registered Office and Agent

The street address of the initial registered office of this company is 50 N. Laura Street, Suite 2600, Jacksonville, Florida 32202 and the name of the initial registered agent of this company at that address is Michael A. Walters.

Article III

The Company is to be member-managed.

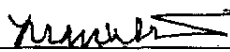
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 24th day of July, 2003.


Name: Michael A. Walters

Authorized Representative

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HAVING BEEN NAMED AS REGISTERED AGENT FOR THE ABOVE STATED COMPANY, I HEREBY AGREE TO ACT IN THAT CAPACITY, AND IF FURTHER STATE THAT I AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS OF THAT POSITION.


Michael A. Walters

Dated: July 24, 2003

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