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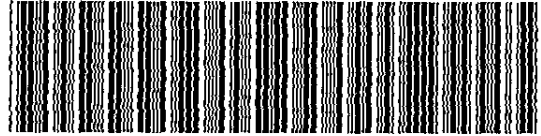
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 349677 122370A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 125.00

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ORDER DATE : December 8, 2003

ORDER TIME : 11:26 AM

ORDER NO. : 349677-005

CUSTOMER NO: 122370A

CUSTOMER: Ms. Sherrie A. Markle
Stephen G. Watts, P.a.

809 Druid Road

Clearwater, FL 33756

DOMESTIC FILING

NAME: D STREET MOTORS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF

D STREET MOTORS, LLC

03 DEC -8 PM 8:07
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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of ORGANIZATION.

ARTICLE I - NAME

The name of the limited liability company shall be D STREET MOTORS, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 809 Druid Road E., Clearwater, Florida 33756.

ARTICLE III - 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 be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is JACK BOONE – 809 Druid Road E., Clearwater, Florida 33756.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the

regulations of the company, but the transferee shall have no 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 other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on 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.

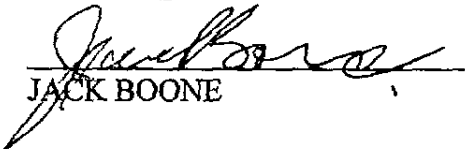
ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These 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 is:

Name: JACK BOONE

Address: C/O 809 Druid Road, E.,
Clearwater, FL 33756

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Clearwater, Florida, on this 3 day of December, 2003.


JACK BOONE

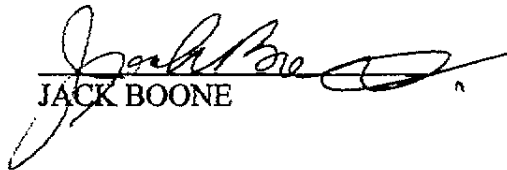
STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to and subscribed before me this 3 day of December, 2003, by JACK BOONE, personally known to me.


NOTARY PUBLIC STATE OF FLORIDA
NAME: Stephen G. Watts
Expires Aug. 25, 2006
Bonded Through
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the personal named in the articles of organization of D STREET MOTORS, LLC, as the registered agent of this limited liability company, hereby consents to accept the service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the property and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.


JACK BOONE