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APR 7 2004 12:44 PM STEPHEN R. MOORHEAD PA FAX (850) 477-1730 P. 01  
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Florida Department of State  
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**LIMITED LIABILITY COMPANY**

**Racing Limos of the Florida Panhandle, LLC**

Certificate of Status	0
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Page Count	04
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**ARTICLES OF ORGANIZATION****OF****RACING LIMOS OF THE FLORIDA PANHANDLE, LLC**

The undersigned, the sole member of this limited liability company formed under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (2002), adopts the following Articles of Organization for such limited liability company ("Company"):

**ARTICLE I****Name**

The name of the Company is RACING LIMOS OF THE FLORIDA PANHANDLE, LLC.

**ARTICLE II****Duration**

The Company's existence shall begin on the date and time these Articles of Organization are filed by the Florida Department of State and shall be perpetual.

**ARTICLE III****Principal Office and Mailing Address**

The Company's mailing address and the street address of its principal office are:

1861 Ponderosa Drive  
Pensacola, FL 32534

**ARTICLE IV****Initial Registered Agent**

Stephen R. Moorhead is the Company's initial registered agent. The mailing and street address for the registered agent is:

4300 Bayou Boulevard, Suite 13  
Pensacola, FL 32503

Stephen R. Moorhead, Esq.  
McDonald Fleming Moorhead  
4300 Bayou Blvd., Ste. 13  
Pensacola, FL 32503  
Florida Bar No. 613339  
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**ARTICLE V**  
**Management**

The Company shall be managed by its members, one or more of which may be a business entity. The name and address of the initial member are:

Dennis R. McDonald and  
Natalie J. McDonald, as husband and wife  
1861 Ponderosa Drive  
Pensacola, FL 32534

**ARTICLE VI**  
**Other Provisions**

1. The remaining member or members of the Company may 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.

2. No member of the Company shall be an agent of the Company solely by virtue of being a member.

Dated this 7<sup>th</sup> day of April, 2004.

Dennis R. McDonald  
Dennis R. McDonald

and

Natalie J. McDonald  
Natalie J. McDonald,  
as husband and wife

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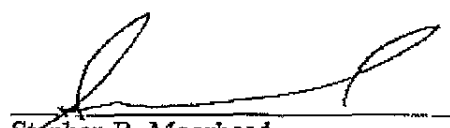
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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 7<sup>th</sup> day of April, 2004.

  
Stephen R. Moorhead  
4300 Bayou Boulevard, Suite 13  
Pensacola, FL 32503  
Registered Agent

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