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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 0721000000032

REFERENCE : 746931 80799A

AUTHORIZATION :

COST LIMIT : \$ 125.00

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ORDER DATE : June 14, 2004

ORDER TIME : 2:32 PM

ORDER NO. : 746931-005

CUSTOMER NO: 80799A

CUSTOMER: Michael S. Edenfield, Esq
Battle & Edenfield, P.a.

206 Mason Street

Brandon, FL 33511

DOMESTIC FILING

NAME: SYDNEY AUTOMOTIVE GROUP, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

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ARTICLES OF ORGANIZATION
for
SYDNEY AUTOMOTIVE GROUP, LLC
Florida Limited Liability Company

ARTICLE I

NAME

The name of the Limited Liability Company is: SYDNEY AUTOMOTIVE GROUP, LLC.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 119 South Montclair Avenue, Brandon, Florida

33511 - 5321

ARTICLE III

MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

JOSEPH W. CANFIELD
5815 Heronview Crescent Drive
Lithia, Florida 33547

MELISSA E. CANFIELD
5815 Heronview Crescent Drive
Lithia, Florida 33547

ARTICLE IV

ADMISSION OF ADDITIONAL MEMBERS

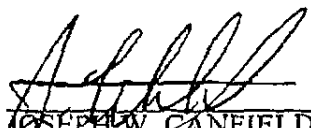
The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be as determined at a later date by the initial Members named above.

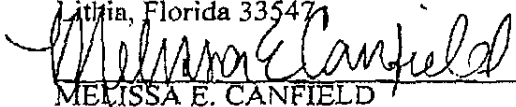
ARTICLE V

MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to continue the business 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 of the limited liability company shall be as determined at a later date by the initial Members named above. .

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization this 11 day of June, 2004.

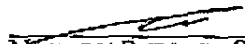

JOSEPH W. CANFIELD
5815 Heronview Crescent Drive
Lithia, Florida 33547

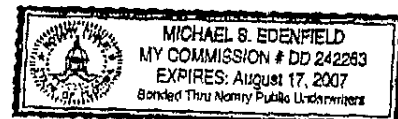

MELISSA E. CANFIELD
5815 Heronview Crescent Drive
Lithia, Florida 33547

STATE OF FLORIDA
COUNTY OF _____

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared before me JOSEPH W. CANFIELD, known to me, or who produced _____ as identification, and known by me to be the person who executed the foregoing Articles of Organization, who took an oath, and he acknowledged before me that he executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 11 day of June, 2004.


NOTARY PUBLIC - STATE OF _____
My Commission Expires: _____



STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared before me MELISSA E. CANFIELD, known to me, or who produced FL DL# C514-545-70-906-0 as identification, and known by me to be the person who executed the foregoing Articles of Organization, who took an oath, and he acknowledged before me that he executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 11 day of JUNE, 2004.



Michael D. Mock
My Commission DD277606
Expires January 12, 2008



NOTARY PUBLIC, STATE OF
My Commission Expires: _____

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 AND 608.407, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: SYDNEY AUTOMOTIVE GROUP, LLC.
2. The name and address of the registered agent and office is:
Michael S. Edenfield, Esquire
BATTLE & EDENFIELD, P.A.
206 Mason Street
Brandon, Florida 33511-5212

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 agreed 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 obligation of my position as registered agent.

Date: Feb 14, 2008

MICHAEL S. EDENFIELD,
Registered Agent for Sydney Automotive Group, LLC