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LIMITED LIABILITY COMPANY

WERSTROKE AUTOMOTIVE PERFORMANCE & REPAIR, LLC

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ARTICLES OF ORGANIZATION OF POWERSTROKE AUTOMOTIVE PERFORMANCE & REPAIR, LLC

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I

The name of this Company shall be:

POWERSTROKE AUTOMOTIVE PERFORMANCE & REPAIR, LLC.

ARTICLE II Place of Business

The principal place of business and mailing address of this Company shall be 954 Vailey View Circle, Palm Harbor, FL 34684, and such other place or places as may be designated by the manager from time to time.

ARTICLE III Registered Agent and Office

The initial registered agent for this Company shall be Peter A. Rivellini, and the address of the registered agent for service of process shall be 911 Chestnut Street, Clearwater, FL 33756.

The undersigned has executed these Articles of Organization this 16 day of

PETER A. RIVELLINI, Authorized Representative

AH 9: 42

Prepared by: Peter A. Rivellini Johnson, Pope, Bokor, Ruppel & Burns, LLP 911 Chestnut Street Clearwater, FL 33756 727-461-1818 Florida Bar No. 0067156

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CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated: August 16,2004

PETER A. RIVELLINI

#325620 V1 - POWERSTROKE AUTOMOTIVE PERFORMANCE & REPAIR, LLC/Art of Diganization

DIVISION OF CORPORATIONS