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ATTORNEYS AT LAW

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October 1, 2004

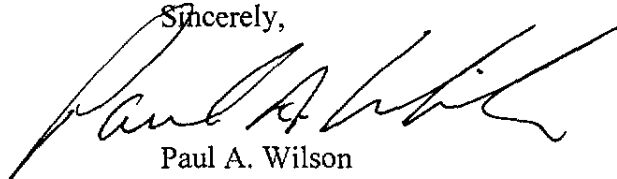
Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization

Dear Sir/Madam:

Enclosed are Articles of Organization of Truck Outlet, LLC. I have also enclosed a check in the sum of \$155.00. Please issue a certified copy and a certificate of status. Thank you for your assistance in this matter.

Sincerely,



Paul A. Wilson

PAW:df

Enclosures

cc: Sarah R. Richardson

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
TRUCK OUTLET, LLC**

The undersigned, acting as organizer of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this limited liability company is TRUCK OUTLET, LLC, and its principal office is located at 6460 Pensacola Boulevard, Pensacola, Florida 32505 and its mailing address is the same.

ARTICLE II

DURATION

The existence of this limited liability company shall be perpetual, commencing upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III

PURPOSE

The purpose of this limited liability company is to engage in the sale of used automobiles and any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

MANAGEMENT

This organization is to be managed by its member(s). The initial member of the company shall be: SARAH R. RICHARDSON.

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TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of this limited liability company's initial registered office is 6460 Pensacola Boulevard, Pensacola, Florida 32505, and the name of this limited liability company's initial registered agent is SARAH R. RICHARDSON.

ARTICLE VI

LIMITED LIABILITY

Pursuant to Sections 608.4227 and 608.4228 of the Florida Limited Liability Company Act (2000), the member shall not be personally liable for any debt, obligation, or liability of the Company regardless or whether the Company or its members observe the usual company formalities or requirements related to the exercise of its Company powers or management.

IN WITNESS WHEREOF, the undersigned member and authorized agent has executed these Articles of Organization for this limited liability company this 1st day of October, 2004.
2004.

Sarah R. Richardson
SARAH R. RICHARDSON
Authorized Agent

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OCT - 5 12:50
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

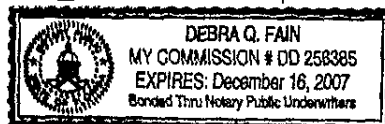
STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 1st day of October, 2004, by SARAH R. RICHARDSON, who personally appeared before me and is personally known to me or who has produced _____ as identification.

Debra Q. Fain
NOTARY PUBLIC, State of Florida

Debra Q. Fain



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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICER/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

TRUCK OUTLET, LLC

2. The name and address of the registered agent and office is:

Sarah R. Richardson
6460 Pensacola Boulevard
Pensacola, Florida 32505

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 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 obligations of my position as registered agent.


SARAH R. RICHARDSON

Oct. 01, 04
(Date)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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