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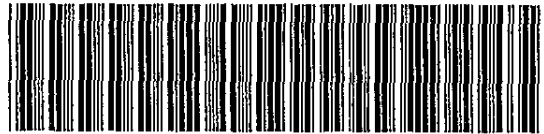
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: R-LINE TRAILERS, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

MELVIN R. KRAUSE
(Name of Person)

R-LINE TRAILERS
(Firm/Company)

6610 W. PONCE DELEON BLVD.
(Address)

HOMOSASSA, FL. 34446
(City/State and Zip Code)

For further information concerning this matter, please call:

JAMES A. ELDREDGE, EA at (352) 688-8619
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Articles of Organization

ARTICLE 1. NAME:

The name of the Limited Liability Company is:

R-LINE TRAILERS, LLC

ARTICLE 11. ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is:

6610 W. PONCE DELEON BLVD.
HOMOSASSA, FLORIDA 34446

ARTICLE 111. REGISTERED AGENT:

The name and street address of the registered agent are:

MELVIN R. KRAUSE
6610 W. PONCE DELEON BLVD.
HOMOSASSA, FLORIDA 34446

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 as provided for in Chapter 608, F.S.

* 
REGISTERED AGENTS SIGNATURE

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04 DEC 28 PM 5:00
TALLAHASSEE FLORIDA

Articles of Organization

ARTICLE IV. LIMITED LIABILITY PURPOSE:

ANY AND ALL LAWFUL BUSINESS

ARTICLE V. MANAGERS OR MANAGING MEMBERS/OFFICERS:

| TITLE | NAME AND ADDRESS | MEMBERS INTEREST |
|--------------------|---|-------------------------|
| OPERATING MGRM/PST | MELVIN R. KRAUSE 6610 W.PONCE DELEON BLVD. HOMOSASSA, FLORIDA 34446 | 70% |
| MEMBER/VP | MELANIE MILLIMAN 8501 WEST MISS MAGGIE DRIVE HOMOSASSA, FLORIDA 34448 | 30% |

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS:

The members shall have the right to admit additional members upon written consent of all members.

ARTICLE VII. MEMBERS RIGHTS TO CONTINUE BUSINESS:

The members shall have the right 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 in the limited liability company by executing a written consent to continue to do such business.

Articles of Organization

ARTICLE V111. EFFECTIVE DATE AND DURATION:

The effective date of the Limited Liability Company shall be January 2,2005 and the duration of the Limited Liability Company shall be perpetual.

ARTICLE 1X. CAPITAL CONTRIBUTIONS:

The members of the company shall contribute to the capital of the company the cash or property set forth in a written subscription agreement.

ARTICLE X. ADDITIONAL CAPITAL CONTRIBUTIONS:

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

ARTICLE X1. INDEMNIFICATION

It is agreed upon by operating managers and members that the Limited Liability Company will indemnify and hold harmless it's Operating Managers and Members from any actions they take on behalf of the Company. If suit is filed against an Operating Mnager or Member for actions taken on behalf of the Company, the Company agrees to be held responsible.

IN WITNESS WHEREOF, the undersigned member/organizer or an authorized representative of a member has made and subscribed these articles of organization.

A handwritten signature in cursive script, appearing to read "Mel Krause", is written over a horizontal line. To the left of the line, there is a small handwritten "x" mark.

MELVIN R. KRAUSE, OPERATING MGRM/PST