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(Requestor's Name)

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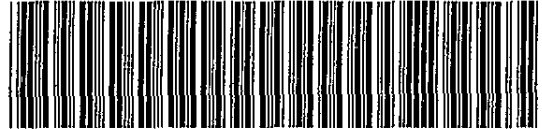
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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Cust

Law Offices
OF
GOLDSMITH, GROUT & LEWIS, P.A.

KAREN L. GOLDSMITH
JONATHAN S. GROUT
PETER A. LEWIS

February 18, 2005

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

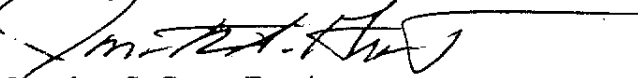
Re: St. Johns Custom Auto, L.L.C.

Dear Madam or Sir:

Enclosed are the original executed Articles of Organization of St. Johns Custom Auto, L.L.C., along with our firm check for filing fees in the amount of \$125.00, payable to the Florida Department of State. Once the organization has been registered, please issue a letter of acknowledgement directed to the attention of the undersigned.

Thank you in advance for your cooperation in this regard.

Sincerely Yours,



Jonathan S. Grout, Esquire

Enc.

JSG/sb

Reply to:

2180 Park Avenue North, Suite 100
Post Office Box 2011
Winter Park, FL 32790-2011
Telephone (407) 740-0144
Facsimile (407) 740-5167
or (407) 740-8574

307 West Park Avenue
Post Office Box 1017
Tallahassee, FL 32302-1017
Telephone (850) 222-1745
Facsimile (850) 222-0708

ARTICLES OF ORGANIZATION

OF

ST. JOHNS CUSTOM AUTO, L.L.C.

I, the undersigned, as an organizing member, for the purpose of becoming a Limited Liability Company under the laws of the State of Florida, adopt the following Articles of Organization:

ARTICLE I

NAME: The name of the Limited Liability Company shall be:

ST. JOHNS CUSTOM AUTO, L.L.C.

ARTICLE II

DURATION: The Limited Liability Company shall have perpetual existence from the date of filing of these Articles of Organization.

ARTICLE III

MAILING ADDRESS: The mailing address of the Limited Liability Company in the State of Florida shall be 125 Cumberland Park Drive, Jacksonville, FL 32095. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

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ARTICLE IV

STREET ADDRESS: The street address of the principle office of the Limited Liability Company in the State of Florida shall be 125 Cumberland Park Drive, Jacksonville, Florida 32095. The Board of Managers may from time to time move the street address of the principle office to any other address in the State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this Limited Liability Company is 2180 Park Avenue North, Suite 100, Winter Park, Florida 32789, and the name of the initial registered agent of the Limited Liability Company at that address is Jonathan S. Grout, Esquire.

ARTICLE VI

RIGHT TO ADMIT ADDITIONAL MEMBERS: Additional members to the Limited Liability Company may only be admitted by a majority vote of all members qualified to cast a vote.

ARTICLE VII

CONTINUITY OF EXISTENCE: Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or any other event which terminates the continued membership of a

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member in the Limited Liability Company, the remaining members may continue the business of the Limited Liability Company.

ARTICLE VIII

MANAGERS: The Limited liability Company is to be a "manager-managed company" and will be managed by a Board of Managers. The initial Board of Managers will serve as managers until the first annual meeting of members or until their successors are elected and qualified. The initial number of the managers of this Limited Liability Company shall be one (1) provided, however, that the number of managers may be changed from time to time to not more than fifteen (15) in accordance with the Bylaws or Operating Agreement of the Limited Liability Company as shall from time to time be in force and effect, but shall never be less than one (1).

The names and post office addresses of the member of the first Board of Managers, who, subject to the provision of the Operating Agreement and these Articles of Organization, shall hold office until the first annual meeting of the Member of the Limited Liability Company or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Michelle E. Murphy	125 Cumberland Park Drive Jacksonville, Florida 32095

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ARTICLE IX

INDEMNIFICATION OF MANAGERS: The Limited Liability Company shall indemnify any officer or manager, or any former officers or managers, to the full extent permitted by the law.

ARTICLE X

NATURE OF BUSINESS: The general nature of the business to be conducted by the Limited Liability Company shall be and is as follows:

(a) To engage in any business activity not prohibited by law;

(b) To purchase or otherwise acquire, construct, manufacture, make and fabricate, and to hold, own, use, manage, repair, improve and utilize, and to sell, pledge, hypothecate, mortgage, lease, transfer and otherwise dispose of, and to export, import, trade and deal in and with goods, wares, merchandise, and personal property of every character and description, as principal, agent or broker, and to carry on a general mercantile and commercial business in any part of the world.

(c) Without limit as to amount, to borrow money for the purposes of the Limited Liability Company, to draw, make, accept, endorse, discount, execute, issue and transfer promissory notes, debentures, bills of exchange, bonds, warrants and other

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negotiable or transferable instruments, and to execute, issue, sell and dispose of bonds, notes, debentures and other obligations of the Limited Liability Company from time to time for any of its objects and purposes, without or with security and, if so determined, to secure the same by mortgage, pledge, deed of trust, or otherwise.

(d) To acquire the good will, rights and property, and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities of any person, firm, association or Limited Liability Company; to pay for the said good will, rights, property and assets in cash, the stock of the Limited Liability Company, bonds or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(e) To aid by loan, subsidy, guaranty or in any other manner whatsoever, any Limited Liability Company, firm, syndicate, association or individual to the extent that the Board of Directors may deem advisable to promote the business, and purposes of the Limited Liability Company, and any Limited Liability Company whose stocks, bonds, securities

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obligations are in any manner, either directly or indirectly, held or guaranteed by the Limited Liability Company; and to do any and all other acts or things toward the preservation, protection, improvement or enhancement in value of any stocks, bonds, securities or other obligations, and to do any or all such acts or things designed to accomplish any such purpose.

(f) To employ its surplus earnings or accumulated profits from time to time as its Board of Directors may determine.

(g) To enter into, make, perform and carry out contracts for any lawful purpose pertaining to the business of the Limited Liability Company, without limit as to amount, with any person, firm, syndicate, committee, association or Limited Liability Company, or municipal or governmental board, body, bureau, authority or agency, domestic or foreign, now or hereafter organized.

(h) To have one or more offices and to carry on its operations and to transact its business and promote its objects and purposes within the State of Florida or elsewhere, either alone or with other companies, firms or individuals, without restriction as to place or amount, and to have, use, exercise and enjoy all the general powers of like Limited Liability Company; and to do all and every act or acts, thing or things, necessary, suitable or proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of

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any of the powers hereinabove set forth, or incidental or pertaining to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof, provided the same be consistent with the laws under which this Limited Liability Company is organized.

IN GENERAL, and in connection with the foregoing, this Limited Liability Company has been organized for the purpose of conducting any and all lawful business for which business entities of a like nature may be organized under the laws of the State of Florida, it being expressly provided that the enumeration of the objects, powers and purposes hereinabove specified shall not be held to limit or restrict in any manner the objects, powers and purposes of the Limited Liability Company, and none of the clauses contained in this Article shall be in anywise limited and restricted by reference to the terms of any other clauses, objects or purposes set forth in this Article, or in any other Article hereof, but that objects, powers and purposes specified in each of the clauses of this Article shall be regarded as independent and cumulative purposes, powers and objects.

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ARTICLE XI

MEMBERSHIP INTERESTS: Each member's capital interest in the Limited Liability Company shall be evidenced by the issuance of a membership certificate of Limited Liability Company.

ARTICLE XII

INITIAL MEMBERSHIP: This Limited Liability Company has at least one (1) member.

ARTICLE XIII

CONDUCT OF AFFAIRS OF LIMITED LIABILITY COMPANY: In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the Limited Liability Company:

(a) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Operating Agreement, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the Limited Liability Company except such as may be by statute, or by the Articles of Organization or amendment thereto, or by the Operating Agreement as constituted from time to time, expressly conferred upon or reserved upon or reserved to the members.

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(b) Authorized membership certificates shall be issued by the Board of Managers only upon written direction of the members after a vote by a majority of the members.

(c) The initial Operating Agreement may be adopted by the member of the Limited Liability Company. Such Operating Agreement may be amended, altered or repealed only by the members of the Limited Liability Company by majority affirmative vote of the members. No such Operating Agreement shall be in conflict with the provisions of the Articles of Organization or of any outstanding prior agreements of the members which appear of record in the minute book or other records of the Limited Liability Company.

(d) The Limited Liability Company shall have such officers as may from time to time be provided in the Operating Agreement and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Operating Agreement or as may be determined from time to time by the Board of Managers subject to the Operating Agreement.

(e) At all elections of managers, each member shall be entitled to as many votes as shall equal the member's percentage interest in the Limited Liability Company and he may cast all of such votes, in person or by proxy, for a single manager or

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THE NINTH JUDICIAL CIRCUIT
FLORIDA

distribute them among the number to be voted for, or any two or more of the number to be voted, as he may see fit.

(f) No contract or other transaction between the Limited Liability Company and any other firm, association or Limited Liability Company shall be affected or invalidated by the fact that any one or more of the directors is or are interested in or is a member, director or officer, or are members, directors or officers of such other firm or Limited Liability Company and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the Limited Liability Company or in which the Limited Liability Company is interested; and no contract, act or transaction of the Limited Liability Company with any person, firm, association or Limited Liability Company shall be affected or invalidated by the fact that any director or directors of the Limited Liability Company is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association or Limited Liability Company, and each is hereby relieved from any liability that might otherwise exist from contracting with the Limited Liability Company for the benefit of himself or any firm, association or Limited Liability Company in which he may be interested.

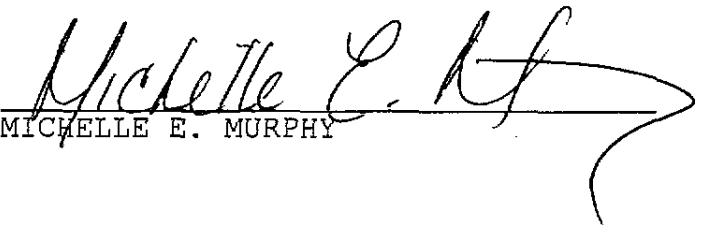
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ARTICLE XIV

AMENDMENTS: The Limited Liability Company reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law and all rights conferred upon the members herein are granted subject to this reservation. Every such amendment shall be approved by the holders of at least a majority of the Member Interests.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator have hereunto set my hand and seal this 18th day of February, 2005, for the purpose of forming this Limited Liability Company under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, these Articles of Organization, and certify that the facts herein stated are true.

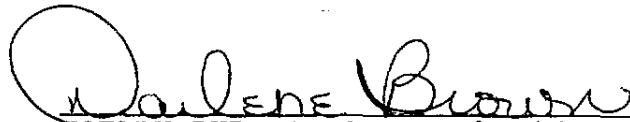

MICHELLE E. MURPHY

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared this 18th day of February, 2005, MICHELLE E. MURPHY, to me well known or who produced: NA as identification and known to me to be the individual described in and who executed the foregoing Articles of Organization and she acknowledged before me that she made, subscribed and acknowledged the foregoing Articles of Organization as her voluntary act and deed, and the facts set forth therein are true and correct.

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TALLAHASSEE, FLORIDA

WITNESS my hand and official seal this 18th day of February, 2005.


NOTARY PUBLIC, State Florida
at Large
My Commission Expires:
Darlene Brown



Darlene Brown
MY COMMISSION # DD148906 EXPIRES
October 2, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

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TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND MANAGERS.

ST. JOHNS CUSTOM AUTO, L.L.C., a Limited Liability Company organized under the laws of the State of Florida with its principal office located at:

125 Cumberland Park Drive, Jacksonville, Florida 32095

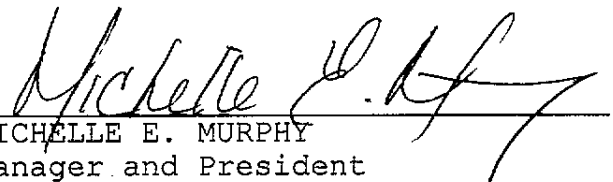
has named JONATHAN S. GROUT, ESQUIRE as its agent to accept service of process within the State. JONATHAN S. GROUT, ESQUIRE, has his principle office at 2180 Park Avenue North, Suite 100, Winter Park, Florida 32789.

NEWLY ELECTED MANAGERS:

<u>NAME & TITLE</u>	<u>ADDRESS</u>
MICHELLE E. MURPHY	125 Cumberland Park Drive Jacksonville, Florida 32095

NEWLY APPOINTED OFFICERS:

<u>NAME</u>	<u>ADDRESS</u>
MICHELLE E. MURPHY Manager and President	125 Cumberland Park Drive Jacksonville, Florida 32095



MICHELLE E. MURPHY
Manager and President

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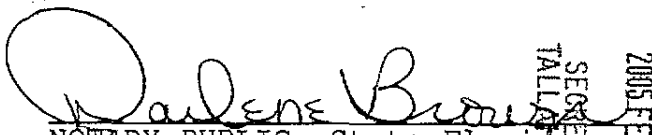
I agree as Registered Agent to accept service of process and to post my name in some conspicuous place in the office as required by law.


JONATHAN S. GROUT, ESQUIRE
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared this 18th day of February, 2005, JONATHAN S. GROUT, ESQUIRE, to me well known or who produced: NA as identification and known to me to be the individual described in and who executed the Registered Agent Acknowledgement and acknowledged before me that he made, subscribed and acknowledged the foregoing Registered Agent Acknowledgement as his voluntary act and deed, and the facts set forth therein are true and correct.

WITNESS my hand and official seal this 18th day of February, 2005.


NOTARY PUBLIC, State of Florida
at Large
My Commission Expires:
Darlene Brown
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TALLAHASSEE, FLORIDA

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Darlene Brown
MY COMMISSION # DD148906 EXPIRES
October 2, 2006
BONDED THRU TROY FAIN INSURANCE, INC.