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2005 MAY 11 A 11:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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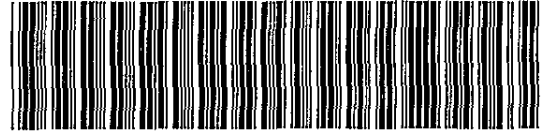
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CHARLES F. BARBER

Attorney at Law

JORDAN HILLS PROFESSIONAL CENTRE
1550 South Highland Avenue - Suite B
Clearwater, Florida 33756

Charles F. Barber

May 9, 2005

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Telephone (727) 441-4727
Facsimile (727) 443-4959
E-Mail Address
debbie@abmlaw.com

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399


RE: Articles of Articles of Organization of Jalopy, LLC

Gentlemen:

Enclosed please find Articles of Incorporation of Jalopy, LLC along with a check in the amount of \$155.00 as the filing fee for the above corporation. Please return a copy of the Articles of Organization to my Clearwater address listed above. Please process at your earliest convenience.

If you have any questions, please do not hesitate to call. Thank you for your assistance in this matter.

Yours very truly,



Debbie A. Borgh
Legal Assistant

dab
Enclosures

**ARTICLES OF ORGANIZATION
OF
JALOPY, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby file these Articles of Organization as an authorized representative of a member of the limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the limited liability company to be formed hereunder is

"JALOPY, LLC"

**ARTICLE II
DATE OF EXISTENCE AND PERIOD OF DURATION**

This limited liability company shall begin existence effective the 10th day of May, 2005, and shall continue in perpetuity, unless sooner terminated in accordance with the Operating Agreement and any Regulations adopted by the members (collectively the "Operating Agreement").

**ARTICLE III
PURPOSES**

The purpose of the limited liability company is to engage in any lawful activities mutually agreeable to the Members.

**ARTICLE IV
POWERS**

The limited liability company shall have the power to take any and all lawful actions necessary, appropriate, proper, advisable, incidental or convenient to or for the furtherance of its purposes.

**ARTICLE V
MAILING ADDRESS AND PLACE OF BUSINESS**

The mailing address and street address of the principal office of the limited liability company are: 1569 S. Highland Avenue, Clearwater, Florida 33756.

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**ARTICLE VI
MANAGEMENT**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The limited liability company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

**ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the limited liability company's initial registered office in Florida is 1569 S. Highland Avenue, Clearwater, Florida 33756 and the name of its initial Registered Agent is Alan L. Williams.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 10th day of May, 2005.

William S. Hale
William S. Hale, Authorized Representative

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10th day of May, 2005, by William S. Hale, as the authorized representative of the members of JALOPY, LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me.

Debra A. Borgh

Signature of Notary Public
Notary Public - State of Florida
My Commission Expires:



Debra A. Borgh
Commission # DD369108
Expires January 30, 2009
Bonded Tray P&H - Insurance, Inc. 800-385-7019

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ACCEPTANCE BY REGISTERED AGENT MAY 11 A 11:44

Having been appointed the Registered Agent of JALOPY, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as Registered Agent.

Signed this 10th day of May, 2005.

Alan L. Williams
Alan L. Williams, Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10th day of May, 2005, by Alan L. Williams, as Registered Agent for JALOPY, LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me or produced a Driver's License as identification.

Debra A. Borgh
Signature of Notary Public
Notary Public - State of Florida
My Commission Expires:

