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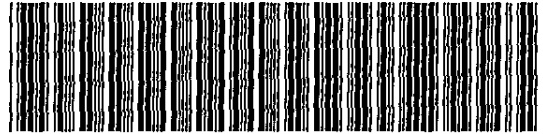
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TALLAHASSEE, FLORIDA

M. HODGES

M. Theresa Baker
Attorney at Law

628 SE 17th Street
Ocala, Florida 34471

Telephone: (352) 732-3090
Facsimile: (352) 732-6858

January 31, 2006

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

VIA UPS 1Z F62 23V 22 1000 243 6

Re: K & M & Sons Automotive, L.L.C.
Our File No. 0106-3567

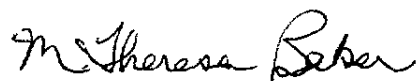
Dear Reader:

Enclosed please find the Articles of Organization and Certificate of Registered Agent-Registered Office for K & M & Sons Automotive, L.L.C. for filing. Also enclosed is a check in the amount of One Hundred Thirty and 00/100 Dollars (\$130.00) as payment for the filing fees and a Certificate of Status for the L.L.C.

All copies should be mailed to our office at the address above.

Thank you for your courtesy and attention. Please call if you have any questions.

Very truly yours,


M. Theresa Baker, Esq.

MTB:br
Enclosures
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**ARTICLES OF ORGANIZATION
OF
K & M & SONS AUTOMOTIVE, L.L.C.**

The undersigned hereby forms a limited liability company under Chapter 608, Florida Statutes providing for the formation, rights, powers, privileges and immunities of limited liability companies; and furthermore, declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

Name

The name of the limited liability company shall be **K & M & SONS AUTOMOTIVE, L.L.C.** (Company).

ARTICLE II

Principal Place of Business

The principal place of business of the Company shall be 12110 E. Highway 316, Ft. McCoy, Florida 32134. The mailing address for the Company shall be 12110 E. Highway 316, Ft. McCoy, Florida 32134.

ARTICLE III

Duration

This limited liability company shall have perpetual existence unless or until dissolved in a manner provided by law or as provided in the Company's Operating Agreement.

ARTICLE IV

Registered Office and Agent

The name and street address of the Registered Agent of the Company in the State of Florida shall be **KENNETH J. WIDNER**, 11860 NE 142nd Place Ft McCoy, Florida 32134.

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TALLAHASSEE FLORIDA

ARTICLE V

Purposes and Powers

This limited liability company is organized to engage in any and all activity or business authorized under the Florida Statutes. Specifically, this limited liability company is organized to provided automotive repair services.

ARTICLE VI

Members

The initial member(s) of this Company shall be **KENNETH J. WIDNER** and **MELISSA C. WIDNER**. No additional member(s) shall be admitted except with the unanimous written consent of all existing members and on such terms and conditions as shall be determined by all existing members.

ARTICLE VII

Transferability of Memberships

No members' interest may be transferred in whole or in part, directly or indirectly, except pursuant to the terms and conditions of the Company's Operating Agreement.

ARTICLE VIII

Management of Business

This Company is to be managed by one or more managers and is therefore a manager-managed company, elected as provided in the Company's Operating Agreement.

ARTICLE IX

Termination of Existence

The Company may be dissolved as provided by law or in the Company's Operating Agreement.

ARTICLE X

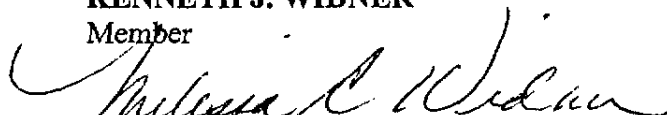
Liability of Members and Managers

Neither the members of this limited liability company nor the managers of this limited liability company are liable, solely by reason of being a member or serving as a manger, under a judgment, decree, or order of the Court, or in any other manner, for a debt, obligation, or liability of the limited liability company. The limited liability company shall, pursuant to the terms and conditions of the Company's Operating Agreement, provide for the indemnification of its members and managers.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Ocala, Marion County, Florida, this 30th day of January, 2006.


KENNETH J. WIDNER

Member

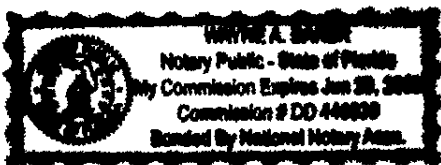

MELISSA C. WIDNER

Member

STATE OF FLORIDA)
COUNT Y OF MARION) ss.

I hereby certify that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared **KENNETH J. WIDNER**, who produced Florida Driver's License No. W356-500-56-122-0 as identification, executed the foregoing Articles of Organization, and he acknowledged before me that he subscribed to these Articles of Organization and who did not take an oath.

WITNESS my hand and official seal this 30th day of January, 2006.



NOTARY PUBLIC:



WAYNE A. BAKER

State of Florida at Large

Commission Expires: June 29, 2009


STATE OF FLORIDA)
COUNTY OF MARION) ss.

I hereby certify that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared **MELISSA C. WIDNER**, who produced Florida Driver's License No. W356-543-71-839-0 as identification, executed the foregoing Articles of Organization, and she acknowledged before me that she subscribed to these Articles of Organization and who did not take an oath.

WITNESS my hand and official seal this 30th day of January, 2006.



NOTARY PUBLIC:



WAYNE A. BAKER
State of Florida at Large
Commission Expires: June 29, 2009

CERTIFICATE OF REGISTERED AGENT-REGISTERED OFFICE OF
K & M & SONS AUTOMOTIVE, L.L.C.

Pursuant to the provisions of Section 608.415 Florida Statutes and Section 608.407(1)(b) Florida Statutes, the limited liability company identified below submits the following statement in designating its Registered Office and Registered Agent in the State of Florida.

The name of the limited liability company is: **K & M & SONS AUTOMOTIVE, L.L.C.**

The name of the Registered Agent for **K & M & SONS AUTOMOTIVE, L.L.C.** is **KENNETH J. WIDNER**, and the street address where he is located is 11860 NE 142nd Place, Ft McCoy, Florida 32134.

This statement is to acknowledge that, as indicated above, **K & M & SONS AUTOMOTIVE, L.L.C.** has appointed me, **KENNETH J. WIDNER**, as its Registered Agent to accept service of process for the company at the place designated above in this Certificate. I accept this 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.

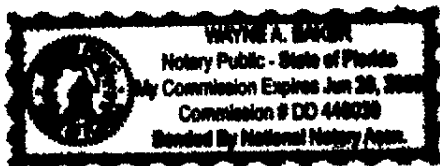


KENNETH J. WIDNER,
as Registered Agent for
K & M & SONS AUTOMOTIVE, L.L.C.

STATE OF FLORIDA)
COUNTY OF MARION) ss.

The foregoing instrument was acknowledged before me this 30th day of January, 2006, by **KENNETH T. WIDNER**, Agent on behalf of **K & M & SONS AUTOMOTIVE, L.L.C.**, a Florida Limited Liability Company. **KENNETH J. WIDNER** produced Florida Driver's License No. W356-500-56-122-0 as identification and did not take an oath.

NOTARY PUBLIC:





WAYNE A. BAKER
State of Florida at Large
Commission Expires: June 29, 2009