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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 MAR 20 PM 3:41

APPROVED
AND
FILED

March 13, 2006

Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32301

Subj: Articles of Organization - PRIORITY 1 MOTORS, LLC
Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Organization for the subject limited liability company. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$125.00 to cover the filing fees.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Organization in compliance with Florida law and return the certified copy of the Articles of Organization to the undersigned at Atlantic Nonlawyer Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937. Telephone Number (321) 773-2020.

Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in dark ink, appearing to read 'RJB' with a stylized flourish extending from the end.

Richard J. Bianchi

ARTICLES OF ORGANIZATION

OF

PRIORITY 1 MOTORS, LLC

ARTICLE I. NAME

The name of this Limited Liability Company is

PRIORITY 1 MOTORS, LLC

ARTICLE II. DURATION

This Limited Liability Company shall have perpetual existence.

ARTICLE III. PURPOSE

This Limited Liability Company is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Limited Liability 3684 Dixie Highway, N.E., Palm Bay, Florida 32935, and the name of the initial registered agent of this Limited Liability Company at that address is JOHN MURRAY.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The number of managers may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial manager of this limited liability company is:

RICHARD J. BIANCHI
4178 Chastain Drive
Melbourne, Florida 32940

SECRETARY OF STATE
TALAHASSEE, FLORIDA

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JOHN MURRAY
334 Michigan Avenue
Indialantic, Florida 32903

ARTICLE VI. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the limited liability company is located at 3684 Dixie Highway, N.E., Palm Bay, Florida 32905, and the mailing address of the limited liability company is 3684 Dixie Highway, N.E., Palm Bay, Florida 32905.

ARTICLE VII. MEMBER

The name and address of the person signing these articles of organization is:

RICHARD J. BIANCHI
3684 Dixie Highway, N.E.
Palm Bay, Florida 32935

ARTICLE VIII. AMENDMENTS

This limited liability company reserves the right to amend or repeal any provision contained in these Articles of Organization, or any amendment hereto, by a majority vote of the Members.

IN WITNESS WHEREOF the undersigned member has executed these articles of organization on this 13th day of March, 2006.



RICHARD J. BIANCHI

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a
Notary Public duly authorized in the State and County named
above to take acknowledgments, personally appeared RICHARD J.
BIANCHI to me known to be the person described as member in and
who executed the foregoing Articles of Organization, and who
acknowledged before me that he subscribed to those Articles of
Organization.

WITNESS my hand and official seal in the County and
State named above this 13th day of March, 2006.



EDNA M. LAFFLIN
MY COMMISSION # DD 344147
EXPIRES: August 5, 2008
Bonded Thru Budget Notary Services

Edna M. Lafflin
Notary Public

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TALLAHASSEE, FLORIDA

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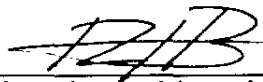
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 608, Florida Statutes, the following is submitted:

That PRIORITY 1 MOTORS, LLC, desiring to organize under the laws of the State of Florida, with its principal office at 3684 Dixie Highway, N.E., Palm Bay, Brevard County, Florida 32905, has named JOHN MURRAY, located at 3684 Dixie Highway, N.E., Palm Bay, Florida 32905, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Limited Liability Company, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



Richard J. Bianchi
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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