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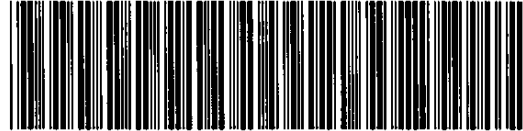
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2006 JUL -7 PM 2:08
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 228622 7356838

AUTHORIZATION :

[Handwritten signature]

COST LIMIT : \$ 155.00

ORDER DATE : July 7, 2006

ORDER TIME : 10:03 AM

ORDER NO. : 228622-005

CUSTOMER NO: 7356838

2006 JUL -7 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DOMESTIC FILING

NAME: RPM AUTOMOTIVE-BEACHES, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
RPM AUTOMOTIVE – BEACHES, LLC**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I

Name; Address

The name of the limited liability company (the "Company") is RPM Automotive – Beaches, LLC, and the address of the principal office and mailing address of the company is at 9148 Phillips Highway, Jacksonville, Florida 32256-13080.

Article II

Initial Registered Office and Agent

The street address of the initial registered office of this company is 50 N. Laura Street, Suite 2600, Jacksonville, Florida 32202 and the name of the initial registered agent of this company at that address is Michael A. Walters.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 5th day of July, 2006.



Name: Michael A. Walters

Authorized Representative

HAVING BEEN NAMED AS REGISTERED AGENT FOR THE ABOVE STATED COMPANY, I HEREBY AGREE TO ACT IN THAT CAPACITY, AND IF FURTHER STATE THAT I AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS OF THAT POSITION.



Michael A. Walters

Dated: July 5, 2006