

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
November 22, 2006
Sec. Of State
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Article I

The name of the Limited Liability Company is:

HOLLEY REAL ESTATE HOLDINGS OF BARTOW, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

925 U.S. HIGHWAY 98 SOUTH
LAKELAND, FL. US 33801

The mailing address of the Limited Liability Company is:

925 U.S. HIGHWAY 98 SOUTH
LAKELAND, FL. US 33801

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

PATRICIA DEES
925 U.S. HIGHWAY 98 SOUTH
LAKELAND, FL. 33801

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.

Registered Agent Signature: PATRICIA DEES

Article V

The name and address of managing members/managers are:

Title: MGRM
HOLLEY AUTOMOTIVE ENTERPRISES, LLC
925 U.S. HIGHWAY 98 SOUTH
LAKELAND, FL. 33801 US

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Signature of member or an authorized representative of a member

Signature: MICHAEL R. HOLLEY