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To: Division of Corporations
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

First Coast Automotive Holdings, LLC

Certificate of Status	0
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H07000088517 3

**ARTICLES OF ORGANIZATION
OF
FIRST COAST AUTOMOTIVE HOLDINGS, LLC**

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby.

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") shall be First Coast Automotive Holdings, LLC.

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of this Company shall be 1650 Margaret Street, Suite 302, Jacksonville, Florida 32204.

**ARTICLE III
REGISTERED AGENT**

The initial registered office of this Company shall be 14 East Bay Street, Jacksonville, Florida 32202, and its initial registered agent at such office shall be Milam Howard Nicandri Dees & Gillam, P.A.

Prepared by G. Alan Howard, Esq.
Milam Howard Nicandri Dees & Gillam, P.A.
14 East Bay Street
Jacksonville, Florida 32202
(904) 357-3660

H07000088517 3

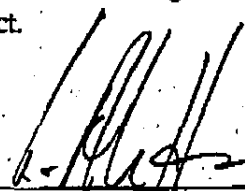
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**ARTICLE IV
MANAGEMENT OF THE COMPANY**

This Company will be managed in accordance with the provisions of its duly adopted Operating Agreement, as the same may be amended from time to time, in accordance with and subject to the requirements of the Act.

IN WITNESS WHEREOF, the undersigned, as an authorized representative for a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407 of the Act.


G. Alan Howard

Authorized Representative for Member

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Dated: April 3, 2007

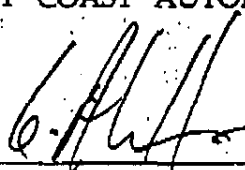
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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

First Coast Automotive Holdings, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Milam Howard Nicandri Dees & Gillam, P.A. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 14 East Bay Street, Jacksonville, Florida 32202.

FIRST COAST AUTOMOTIVE HOLDINGS,
LLC
By: 
G. Alan Howard
Authorized Representative for Member

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Dated: April 3, 2007

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, we hereby agree to accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of my position as registered agent.

DATED this 3rd day of April, 2007.

MILAM HOWARD NICANDRI
DEES & GILLAM, P.A.

By: 
G. Alan Howard, President

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