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TALLAHASSEE, FLORIDA

CLYDE W. DAVIS, P.A.

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May 30, 2007

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: KELLEY TOWING & RECOVERY, LLC.

Ladies/Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above entity, duly executed, together with a check in the amount of \$125.00 for your filing fee.

If you have any questions, please feel free to call me directly. Thank you for your prompt attention to this matter.

Sincerely,

Clyde W. Davis

CWD/dlr
Enclosures

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KELLEY TOWING & RECOVERY, LLC.

ARTICLES OF ORGANIZATION

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Company is: KELLEY TOWING & RECOVERY, LLC.

ARTICLE II. ADDRESS

The mailing address of the principal office of the Company is:

P. O. Box 521
Fernandina Beach, Florida 32035

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

1235 So. 10th Street
Fernandina Beach, FL 32034

ARTICLE III. DURATION AND CONTINUATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Regulations or by the unanimous written agreement of all Members.

ARTICLE IV. REGISTERED AGENT AND OFFICE

The Company designates **1235 So. 10th Street, Fernandina Beach, FL 32034**, as the street address of the initial registered office of the Company and names **Stephen W. Kelley**, as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by no fewer than three (3) Managers, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Managers shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager(s) are as follows:

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THOMAS W. KELLEY

613 Stanley Drive
Fernandina Beach, Florida 32034

MICHAEL T. KELLEY

613 Stanley Drive
Fernandina Beach, FL 32034

STEPHEN W. KELLEY

1235 So. 10th Street
Fernandina Beach, FL 32034

The initial Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

ARTICLE VII. MEMBERS RIGHTS TO CONTINUE BUSINESS

The Members shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the limited liability company in the manner set forth in the Regulations of the Company.

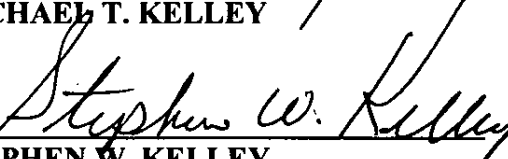
ARTICLE VIII. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned authorized Member hereunto sets his hand and seal this 24th day of May, 2007.


THOMAS W. KELLEY


MICHAEL T. KELLEY


STEPHEN W. KELLEY

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, KELLEY TOWING & RECOVERY, LLC., A Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the State of Florida.

1. The name of the Company is: KELLEY TOWING & RECOVERY, LLC.
2. The name of the registered agent and the address of the registered office are:

NAME: STEPHEN W. KELLEY

ADDRESS: 1235 So. 10th Street
 Fernandina Beach, Florida 32034

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.

By: *Stephen W. Kelley*
STEPHEN W. KELLEY

DATED: May 24th, 2007

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TALLAHASSEE, FLORIDA

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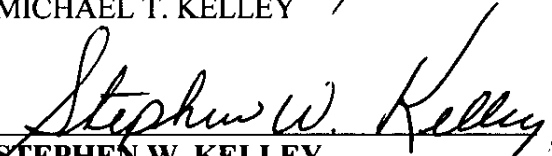
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative of a member of KELLEY TOWING & RECOVERY, LLC., deposes and says:

1. The above-named limited liability company has at least one (1) member.
2. \$100.00 cash has been contributed by the Members.
3. No property other than cash has been contributed by the Members.
4. The total amount of cash and property anticipated to be contributed by members, including the amounts indicated in paragraphs 2 and 3 above, is \$100.00.


THOMAS W. KELLEY


MICHAEL T. KELLEY


STEPHEN W. KELLEY

Inc/LLC

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