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ATTORNEYS AT LAW

310 East Main Street Lakeland, Florida 33801 Telephone (863) 687-2287 Facsimile (863) 682-7385

MARK E. CLEMENTS Certified Elder Law Attorney National Elder Law Foundation TIMOTHY L. FLANAGAN OF COUNSEL

Wills . Estates . Estate Planning Elder Law · Medicaid · Nursing Home Guardianships · Mediation Corporate and Business Law

> CERTIFIED MAIL <u>RETURN RECEIPT REQUESTED</u>

March 11, 2008

Department of State Registration Section Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Executive Auto Detailing and Pressure Cleaning, Inc.

new limited liability company

Our File Number: 2788

Dear Processor:

The following items are enclosed to file a new limited liability company in the State of Florida:

1. Original and one copy of Articles of Organization including designation of Registered Agent

2. Office check in the amount of \$155.00 representing filing, Registered Agent and certified copy fee.

Please process accordingly and return confirmation of filing and certified copy of the Articles of Organization to this office.

Should you have any questions, please call.

Mark E-Clements A

Sincerely,

Mark E. Clements

MEC/jb Enclosures

cc: Edward A. Allen

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STATEMENT REQUIRED BY U.S. TREASURY DEPARTMENT

To the extent this message contains tax advice, the U.S. Treasury Department requires us to inform you that any tax advice in this correspondence is not intended or written by our firm to be used, and cannot be used by any taxpayer, for the purposes of avoiding any penalties that may be imposed under the Internal Revenue Code. Advice from our firm relating to Federal tax matters may not be used in promoting, marketing or recommending any entity, investment plan or arrangement to any taxpayer.

7

ARTICLES OF ORGANIZATION OF EXECUTIVE AUTO DETAILING AND PRESSURE CLEANING, LLC

Pursuant to the provisions of Chapter 608 of the Florida Statutes ("the Florida Limited Liability Company Act"), the undersigned organizer(s), A & O Investments, LLC, hereby adopt the following Articles of Organization.

<u>ARTICLE I</u>

NAME: The name of the limited liability company shall be: EXECUTIVE AUTO DETAILING AND PRESSURE CLEANING, LLC.

ARTICLE II

<u>TERM</u>: The existence of the limited liability company will be perpetual.

ARTICLE III

ADDRESS: The mailing address and street address of the principal office of the company

is:

Mailing Address:

Street Address:

439 South Florida Avenue, Suite 300 Lakeland, Florida 33801 439 South Florida Avenue, Suite 30 Lakeland, Florida 33801

ARTICLE IV

<u>REGISTERED OFFICE AND AGENT</u>: The name and address of the initial registered agent and office of the limited liability company are:

MARK E. CLEMENTS, P.A. 310 East Main Street Lakeland, Florida 33801

ARTICLE V

MANAGEMENT: The limited liability company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. Management authority shall be vested solely in its members, each member having equal management authority. The Operating Agreement may contain any provisions for the

regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

Name:

Address:

A & O INVESTMENTS, LLC

439 South Florida Avenue, Suite 300 Lakeland, Florida 33801

ARTICLE VI

<u>PURPOSE</u>: The purposes for which the EXECUTIVE AUTO DETAILING AND PRESSURE CLEANING, LLC, is formed are:

- (A) To engage in the operation of an auto detailing and pressure cleaning business, and otherwise deal in the auto detailing and pressure cleaning industry within and outside the State of Florida, subject to such laws and regulations governing the licensing and other requirements pertinent thereto, on its own account and for the accounts of others; and
- (B) to engage in such other lawful acts or activities for which limited liability companies may be formed under Section 608 of the Statutes of the State of Florida.

ARTICLE VII

ADMINISTRATION OF NEW MEMBERS: No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transfer shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII

ORGANIZER: The name and address of the organizer is:

A & O INVESTMENTS, LLC 439 South Florida Avenue, Suite 300 Lakeland, Florida 33801

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Lakeland, Florida, on this _____ day of ______, 2008.

A & O INVESTMENTS, LLC Edward A. Allen, Managing Member

STATE OF FLORIDA COUNTY OF POLK

COUNTY OF	POLK		
Sworn March produced	,	en, who is either [personally as identification	day of known to me or
[] produced _	JOANNA R MILLER MY COMMISSION # DD574681 EXPIRES: July 17, 2010 (407) 398-0153 Florida Notary Service com	Notary Public State of Florid Notary Name: AND P My Commission Expires:	OR MAR 17 PM 12: 3 SECREPHING OF STATE FLORID A F

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415, EXECUTIVE AUTO DETAILING AND PRESSURE CLEANING, LLC., submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is EXECUTIVE AUTO DETAILING AND PRESSURE CLEANING, LLC.
 - 2. The name and street address of the registered agent in Florida are:

MARK E. CLEMENTS 310 East Main Street Lakeland, Florida 33801

The undersigned, being the person named in the articles of organization of EXECUTIVE AUTO DETAILING AND PRESSURE CLEANING, LLC., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Mark E. Clements, Registered A

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