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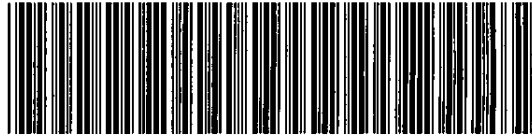
(Business Entity Name)

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08 SEP 10 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

N. O. ~~Original~~ SEP 11 2008

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: SOUTH FLORIDA SOLAR CARS, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

MICHAEL McADAMS  
(Name of Person)

SOUTH FLORIDA SOLAR CARS, LLC  
(Firm/Company)

320 SE CHURCH STREET  
(Address)

STUART, FL 34994  
(City/State and Zip Code)

For further information concerning this matter, please call:

MICHAEL McADAMS at ( 772 ) 720-2255  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☒ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**Mailing Address**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street/Courier Address**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION  
OF  
SOUTH FLORIDA SOLAR CARS, LLC**

**FILED**  
**08 SEP 10 AM 10:52**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company. The effective date of these Articles shall be September 9, 2008.

**1. NAME:**

1.1 The name of the limited liability company shall be SOUTH FLORIDA SOLAR CARS, LLC, and its principal place of business shall be in the City of Stuart, County of Martin, State of Florida, but it shall have the power and authority to establish branch facilities at such place or places as may be designated by the members.

**2. PURPOSES AND POWERS:** The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

2.1 To engage in any activity or business authorized under the Florida Statutes.

2.2 In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things therein set forth to the same extent as a natural person might or could do.

2.3 To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the, rights and property so acquired.

2.4 To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.

2.5 To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

2.6 To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

2.7 The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained

in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

**3. LIMITED LIABILITY COMPANY POWERS:** All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

**4. DURATION:** This limited liability company shall exist until September \_\_\_\_, 2038, or as provided in the regulations adopted by the members, or until dissolved in a manner provided by law.

**5. PRINCIPAL PLACE OF BUSINESS:** The principal office of this limited liability company shall be located at 320 S.E. Church Street, Stuart, Florida 34994.

**6. MANAGEMENT:**

6.1 This limited liability company shall be managed by one (1) manager.

6.2 The name and address of the person who shall serve as such until the first annual meeting of members or until his successor is elected and qualified, as follows:

Michael McAdams                      320 S. E. Church Street Stuart, Florida 34994

**7. INITIAL REGISTERED OFFICE AND REGISTERED AGENT:**

7.1 The address of the initial registered office of the limited liability company is 100 SE Pelican Drive, Stuart, Florida 34996-1217.

7.2 The name of its initial registered agent at such address is Avron C. Rifkin.

**8. RESTRICTIONS ON MEMBERSHIP:**

8.1 Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

8.2 A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

8.3 Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

**THE UNDERSIGNED**, being an original member of the limited liability company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of SOUTH FLORIDA SOLAR CARS, LLC

**EXECUTED** by the undersigned at Stuart, Florida on this September 9, 2008.

**SOUTH FLORIDA SOLAR CARS, LLC**, a Florida  
limited liability company

By:   
MICHAEL McADAMS, Manager

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of §§48.091(1) and 608.407, Florida Statutes, the following is submitted in compliance thereof:

That SOUTH FLORIDA SOLAR CARS, LLC, desiring to organize as a limited liability company under the laws of the State of Florida, with its initial registered office in Florida being in the County of Martin, at 100 SE Pelican Drive, Stuart, Florida 34996-1217 has named Avron C. Rifkin, located at that same address as its initial registered agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Title 608, Florida Statutes.

  
Avron C. Rifkin

STATE OF FLORIDA  
COUNTY OF MARTIN

This day personally appeared before me, a Notary Public in and for the State of Florida at Large, Michael McAdams, who, being duly sworn, deposes and states as follows:

I am the initial member of SOUTH FLORIDA SOLAR CARS, LLC, a limited liability company being formed under the laws of the State of Florida.

SOUTH FLORIDA SOLAR CARS, LLC, has at least three members and the names of these members and the amount of their respective capital contributions are as follows:

<u>Name</u>	<u>Capital Contribution</u>
Michael McAdams	Cash in the amount of \$1,000.00
Diane W. McAdams	Cash in the amount of \$1,000.00
Alistair Cartwright	Cash in the amount of \$1,000.00

The value of the capital anticipated to be contributed by members is \$3,000.00, which includes the capital contributions set forth in paragraph 2 above.

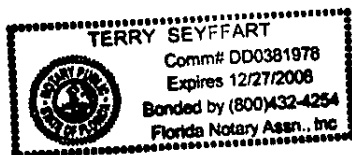
**FURTHER AFFIANT SAITH NAUGHT.**

  
Michael McAdams, Manager

SWORN TO AND SUBSCRIBED before me this 9 day of September, 2008, by Michael McAdams in his capacity as Manager of **SOUTH FLORIDA SOLAR CARS, LLC**, a Florida limited liability company, who is personally known to me or [ ] has produced a driver's license bearing a photographic likeness as identification.

[Notarial Seal]

My Commission expires:



Terry Seyffart  
[Printed Name]  
Notary Public, State of Florida  
Terry Seyffart

FILED  
08 SEP 10 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA