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☐ PICK-UP

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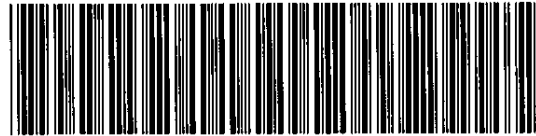
(Business Entity Name)

(Document Number)

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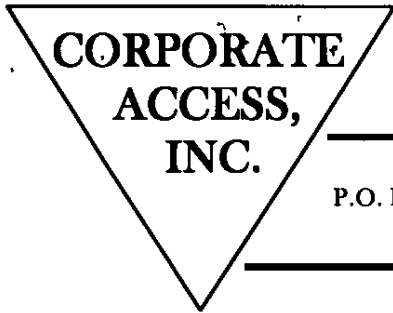
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08 OCT -8 PM 3:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS  
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OCT - 8 2008

EXAMINER



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FILED  
OCT-8 PM 3:15  
TALLAHASSEE, FLORIDA

1. Member's Auto Shopper LLC  
(CORPORATE NAME AND DOCUMENT #)
2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLES OF ORGANIZATION**

**OF**

**MEMBER'S AUTO SHOPPER LLC  
A Florida Limited Liability Company**

FILED  
08 OCT -8 PM 3:15  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I. NAME**

The name of the limited liability company is Member's Auto Shopper LLC, a Florida limited liability company (the "Company").

**ARTICLE II. MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be P.O. Box 160580, Hialeah, Florida 33016 and 9960 N.W. 116<sup>th</sup> Way, Suite 5, Medley, Florida 33178, respectively.

**ARTICLE III. REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company in the State of Florida is Bruce M. Boiko c/o Adorno & Yoss LLP at 2525 Ponce de Leon Boulevard, 4<sup>th</sup> Floor, Miami, Florida 33134.

**ARTICLE IV. DURATION**

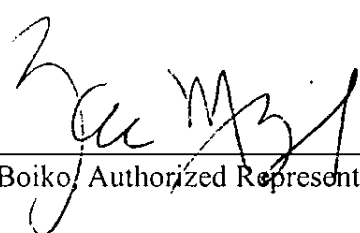
The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved.

**ARTICLE V. MANAGEMENT**

The Company shall be a manager-managed limited liability company. The initial Manager of the Company shall be Leonardo M. Acosta.

These Articles of Organization have been executed on the date set forth under the name of the authorized representative of the Company. In accordance with the terms of §608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

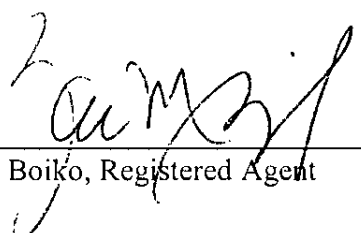
Date: October 7<sup>th</sup>, 2008

  
\_\_\_\_\_  
Bruce M. Boiko, Authorized Representative

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of MEMBER'S AUTO SHOPPER LLC, a Florida limited liability company, the undersigned accepts such appointment, agrees to act in such capacity, accepts the obligations imposed by Florida Statutes §608.415 and is herewith simultaneously designated as registered agent.

Executed this 7<sup>th</sup> day of October, 2008.

  
\_\_\_\_\_  
Bruce M. Boiko, Registered Agent