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(Requestor's Name)

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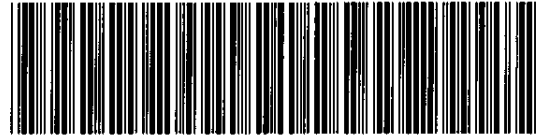
(Business Entity Name)

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B. KOHR

DEC 15 2008

EXAMINER

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

New Smyrna Motor  
Company, LLC

Thank you  
Happy Holidays  
ITJ

Signature

Requested by:

Name

Date

Time

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RECORDS & CLERK

☐ Art of Inc. File \_\_\_\_\_  
☐ LTD Partnership File \_\_\_\_\_  
☐ Foreign Corp. File \_\_\_\_\_  
☒ L.C. File \_\_\_\_\_  
☐ Fictitious Name File \_\_\_\_\_  
☐ Trade/Service Mark \_\_\_\_\_  
☐ Merger File \_\_\_\_\_  
☐ Art. of Amend. File \_\_\_\_\_  
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☐ Dissolution / Withdrawal \_\_\_\_\_  
☐ Annual Report / Reinstatement \_\_\_\_\_  
☐ Cert. Copy \_\_\_\_\_  
☒ Photo Copy \_\_\_\_\_  
☐ Certificate of Good Standing \_\_\_\_\_  
☐ Certificate of Status \_\_\_\_\_  
☐ Certificate of Fictitious Name \_\_\_\_\_  
☐ Corp Record Search \_\_\_\_\_  
☐ Officer Search \_\_\_\_\_  
☐ Fictitious Search \_\_\_\_\_  
☐ Fictitious Owner Search \_\_\_\_\_  
☐ Vehicle Search \_\_\_\_\_  
☐ Driving Record \_\_\_\_\_  
☐ UCC 1 or 3 File \_\_\_\_\_  
☐ UCC 11 Search \_\_\_\_\_  
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 12, 2008

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: NEW SMYRNA MOTOR COMPANY, LLC  
Ref. Number: W08000055157

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TALLAHASSEE, FLORIDA

We have received your document for NEW SMYRNA MOTOR COMPANY, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$125.00 payment.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 708A00060119

**ARTICLES OF ORGANIZATION  
OF  
NEW SMYRNA CAR COMPANY, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be **NEW SMYRNA CAR COMPANY, LLC**. ("Company").

**ARTICLE II -- ADDRESS**

The mailing address is 440 N. Dixie Freeway, New Smyrna Beach, FL 32168 and street address of the principal office of the company shall be 440 N. Dixie Freeway, New Smyrna Beach, FL 32168.

**ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is Michael A. Ruf at New Smyrna Car Company, LLC, 440 N. Dixie Freeway, New Smyrna Beach, FL 32168.

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute proportionally as to their ownership interests to the capital of the company in cash or property.

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

**ARTICLE VII -- ADMISSION 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 transferee 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.

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TALLAHASSEE, FLORIDA

### ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

### ARTICLE IX -- MANAGEMENT

The 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. These regulations 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

Michael A. Ruf

832 Hope Avenue  
New Smyrna Beach, FL 32169

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at New Smyrna Beach, Florida, on this 12<sup>th</sup> day of December, 2008.

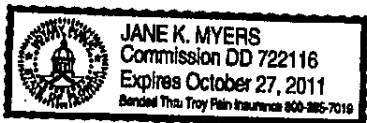
  
Name of Organizer: MICHAEL A. RUF

Applicant: MICHAEL A. RUF

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Sworn to (or affirmed) and subscribed before me this 12<sup>th</sup> day of December, 2008, by Michael A. Ruf.

Personally Known \_\_\_\_\_  
or Produced FL Driver License as Identification



  
Notary Public -- State of Florida

Print, Type, or Stamp  
Commissioned Name of Notary Public

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **NEW SMYRNA CAR COMPANY, LLC**, 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.

  
Name: **MICHAEL A. RUF**  
Registered Agent