

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L09000047312
FILED 8:00 AM
May 15, 2009
Sec. Of State
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Article I

The name of the Limited Liability Company is:
DOWNSHIFTER AUTO RESTORATION, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
2800 OLYMPIC BLVD., 2ND FLOOR
SANTA MONICA, CA. 90404

The mailing address of the Limited Liability Company is:
2800 OLYMPIC BLVD., 2ND FLOOR
SANTA MONICA, CA. 90404

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
MARK PASSLER
AKERMAN SENTERFITT, 222 LAKEVIEW AVENUE
4TH FLOOR
WEST PALM BEACH, FL. 33401

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.

Registered Agent Signature: /MARK D. PASSLER/

Article V

The name and address of managing members/managers are:

Title: MGRM
MARK TREMONTI
2800 OLYMPIC BLVD., 2ND FLOOR
SANTA MONICA, CA. 90404

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Signature of member or an authorized representative of a member

Signature: /MARK TREMONTI/