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Florida Department of State
Division of Corporations
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**FLORIDA LIMITED LIABILITY CO.
POPULAR AUTO SALES INTERNATIONAL, L.L.C.**

Certificate of Status	0
Certified Copy	1
Page Count	02
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T. CLINE
OCT 22 2010
EXAMINER

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I:

The name of the Limited Liability Company is:

POPULAR AUTO SALES INTERNATIONAL, L.L.C.

ARTICLE II-ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is:

1740 S.W. 1ST STREET
MIAMI, FL 33135

ARTICLE III-Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

PROFESSIONAL FINANCIAL SERVICES, L.L.C.

Name

110 MADEIRA AVENUE

Florida street address (P.O. Box not acceptable)

CORAL GABLES, FL 33134

City, State, and Zip

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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 as provided for in Chapter 608, F.S.



Registered Agent's Signature
Teresita Fuentes

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

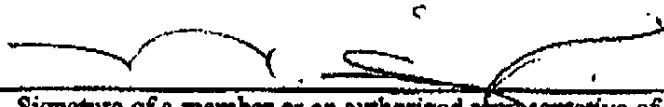
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ARTICLE IV-Management (Check box if applicable)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

(An additional article must be added if an effective date is requested)



Signature of a member or an authorized representative of a member

(In accordance with section 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.)

MARGARITA FERNANDEZ

Typed or printed name of signer