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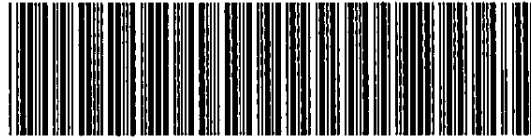
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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

FRANK J. ALOIA
Attorney at Law

1716 CAPE CORAL PARKWAY
CAPE CORAL, FLORIDA 33904

TELEPHONE NUMBER 239-542-1896
TELECOPIER NUMBER 239-542-9552

June 7, 2012

Secretary of State
State of Florida
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

RE: All Pro Transporters, LLC

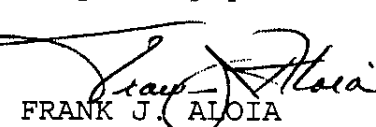
Dear Sir:

With regard to the above matter, please find enclosed original and one copy of Articles of Organization which I would appreciate your filing. I also enclose my trust account check in the amount of \$155.00 to cover the following costs:

Filing & Registered Agent Fee	\$125.00
Certified Copy Fee	\$ 30.00
Total	\$155.00

Please return a certified copy of the Articles of Organization to me at your earliest convenience.

Very truly yours,


FRANK J. ALOIA
FJA:djb
Enc.

ARTICLES OF ORGANIZATION
OF
ALL PRO TRANSPORTERS, LLC
a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, of the Florida Statutes entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE I

(Name)

The name of this limited liability company shall be:

ALL PRO TRANSPORTERS, LLC

ARTICLE II

(Duration/Continuation)

The Company shall commence its existence on the date these Articles of Organization are accepted and filed by the Florida Department of State and shall be perpetual unless its existence is sooner terminated pursuant to provisions contained in the Termination Article of the Operating Agreement.

ARTICLE III

(Purposes and Powers)

The general purpose for which the Company is organized is:

To own, operate, maintain, acquire by purchase or lease all types of equipment for the transportation of automobiles, trucks and other motor vehicles of every description. Further, to conduct, engage in and carry on the business of transporting personal property of every nature and description by any means of transportation now or hereafter in use.

To engage in any other lawful business for which a limited liability company may be organized under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

(Principal Office and Address)

The principal office, mailing address and street address of this Company shall be **3013 SE 18th Avenue, Cape Coral, Florida 33904** or any other place upon which the Members agree.

ARTICLE V

(Registered Office and Agent)

The name and street address of the initial Registered Agent of this company in the State of Florida is **JIMMY L. KNOX, 3013 SE 18th Avenue, Cape Coral, FL 33904**.

ARTICLE VI

(Capital Contributions)

The members of the Company shall contribute to the capital of the Company the cash or property to be set forth in the Company's Operating Agreement.

ARTICLE VII

(Additional Capital Contributions)

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

ARTICLE VIII

(Management of Company)

The Company shall be managed by a manager 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 name and address of the initial manager of the company is **JIMMY L. KNOX, of 3013 SE 18th Avenue, Cape Coral, FL 33904**.

The names and addresses of the initial members of the company are:

<u>Name</u>	<u>Address</u>
JIMMY L. KNOX	3013 SE 18th Avenue Cape Coral, FL 33904
MICHAEL J. HOFMANN	4122 Residence Drive #115 Fort Myers, FL 33901
JOHN C. SLOAN	2516 SE 12th Place Cape Coral, FL 33904

ARTICLES IX

(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 upon such terms and conditions as shall be determined by all the members.

ARTICLE X

(Amendments)

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608 of the Florida Statutes as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

ARTICLE XI

(Regulations)

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the Company by any amendments to the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or

repealed by the Manager(s).

ARTICLE XII

(Informal Action of Members)

Any action of the Members may be taken without a formal meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

ARTICLE XIII

(Transferability of Member's Interest)

An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

ARTICLE XIV

(Withdrawal or Reduction of Member's Contributions to Capital)

A Member shall not receive out of the Company property any part of his or her contribution to capital until:

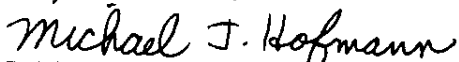
1. all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them;
2. the consent of all members is had, unless the return of the contributions to capital may be rightfully demanded;
3. these articles of organization are canceled or so amended as to set out the withdrawal reduction.

A Member shall be entitled to the return of his or her contribution in the manner provided

for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned members have made and subscribed these Articles of Organization for the foregoing uses and purposes this 6th day of June, 2012.


JIMMY L. KNOX, Member

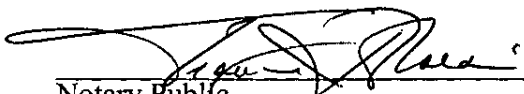

MICHAEL J. HOFMANN, Member


JOHN C. SLOAN, Member

STATE OF FLORIDA
COUNTY OF LEE

Before me the undersigned authority personally appeared **JIMMY L. KNOX, MICHAEL J. HOFMANN AND JOHN C. SLOAN**, to me well known to be the individuals who subscribed the foregoing Articles of Organization and they each freely and voluntarily acknowledged before me that they executed the same for the uses and purposes set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 6th day of June, 2012.


Notary Public



FRANK J. ALOIA
MY COMMISSION # DD 896469
EXPIRES: June 28, 2013
Bonded Thru Budget Notary Services

ACCEPTANCE BY REGISTERED AGENT

I, **JIMMY L. KNOX**, having been named as Registered Agent to accept service of process for the above stated limited liability company, at the place designated in the foregoing Articles of

Organization, 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.

Dated this 6th day of June, 2012.


JIMMY L. KNOX, Registered Agent

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