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N. Culligan MAR 18 2014



LOUIS C. ANDERSON, J.D., P.L.
Corporate Center-by-the-Sea
224 Commercial Boulevard, Suite 310
Lauderdale-by-the-Sea, FL 33308-4443
954.772.8050 • Fax: 954.491.3739
e-mail: lou@anderlaw.com
www.anderlaw.com

March 12, 2014

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Via FedEx Only

Re: **Articles of Organization**
ADSF AUTOS, LLC

Dear Sir or Madam:

Enclosed is the following documentation for creating the above limited liability company:

1. Articles of Organization.
2. Certificate of Designation of Registered Agent.
3. A check made payable to the "Florida Department of State" in the amount of \$155.00, representing the filing fee (\$100.00), certified copy fee (\$30.00), and Designation of Registered Agent fee (\$25.00).

Please file the Articles and return the certified copy to this office along with your letter of acknowledgment in the enclosed envelope. Thank you for your assistance.

Sincerely,

LOUIS C. ANDERSON, J.D., P.L.

JOANNE M. CURRAN
Paralegal

LCA/jmc
Enclosures

cc: Michael Romanelli, Manager

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Organization
of the
ADSF AUTOS LLC**

A Florida Limited Liability Company

Section 1.01 Introduction and Preliminary Statements

The undersigned Organizer desires to form a limited liability company under the Laws of the State of Florida by delivering these Articles of Organization in duplicate to the Secretary of State of the State of Florida, in accordance with Florida Statutes Title XXXVI Chapter 608 (the *Act*).

Section 1.02 Name

The name of the limited liability company, referred to as the *Company*, is:

ADSF AUTOS LLC,
A Florida Limited Liability Company

Section 1.03 Duration

The Company will perpetually exist from the filing date of these Articles of Organization with the Secretary of State of the State of Florida, unless dissolved according to law.

Section 1.04 Purpose

The Company is organized to conduct any lawful business or investment activities, and to exercise all of the powers, rights, and privileges granted to a limited liability company organized under the *Act*.

Section 1.05 Principal Place of Business

The Company's principal place of business is:

Physical Address:
151 SW 5th Court
Pompano Beach, FL 33060

Mailing Address:
Mr. Michael Romanelli
151 SW 5th Court
Pompano Beach, FL 33060

Section 1.06 Registered Agent and Registered Office

The initial Registered Agent's name is MICHAEL ROMANELLI and the original registered addresses are as follows:

Physical Address:
151 SW 5th Court
Pompano Beach, FL 3060

Mailing Address:
Mr. Michael Romanelli
151 SW 5th Court
Pompano Beach, FL 33060

Section 1.07 Registered Agent Consent

I, MICHAEL ROMANELLI, a natural person and resident of Florida, accept the appointment as Registered Agent of ADSF AUTOS LLC, a Florida Limited Liability Company. I understand that my responsibilities as agent are to receive service of process, notices, and demands; to forward mail; and to notify the Office of the Secretary of State immediately if I resign or if the registered office address changes from the addresses stated above.

Dated: February 26, 2014.


MICHAEL ROMANELLI, Registered Agent

Section 1.08 Organizer's Name and Address

MICHAEL ROMANELLI, 151 SW 5th Court, Pompano Beach,
Florida 33060

Section 1.09 Additional Contributions

The Operating Agreement specifies the times and amounts of additional contributions to the Company.

Section 1.10 Additional Members

The Company has the right to admit additional Members to the Company under the terms and conditions of the Company's Operating Agreement. Any Member who is later admitted as a Member of the Company will have all of the rights and obligations of an original Member under the Operating Agreement. Any transferee of a Member's Interests in the Company must be treated as an Assignee until that transferee is admitted as an Additional or Substitute Member, if ever, under the Operating Agreement.

Section 1.11 Business Continuation

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or on the occurrence of any other event that terminates the continued membership of a Member in the Company, or upon any other event that, under the Act, would result in the dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the

prior written consent of all the remaining Managers and Members of the Company.

Section 1.12 Operating Agreement and Authority

To the extent not expressly required by and provided for in the Act, the manner in which the Company conducts its business and affairs, the duties and authority of its Members and Managers, and the rights and obligations of its Members and Managers must be set forth in the Operating Agreement adopted by the initial Members and Managers of the Company. This Operating Agreement may be amended from time to time according to its provisions.

Section 1.13 Management

The Company's Managers will manage the Company's business. The Managers have exclusive authority to act for the Company in all matters. The authorities and duties of the Managers are set forth in the Operating Agreement, and the names and addresses of the initial Managers are:

MICHAEL ROMANELLI
151 SW 5th Court
Pompano Beach, Florida 33060

DENNIS M. ROMANELLI
151 SW 5th Court
Pompano Beach, Florida 33060

Either of the initial Managers has the authority to act for the Company.

Section 1.14 Indemnification and Liability

As determined by the Managers of the Company, the Company may indemnify and advance expenses to a Member, Manager, employee, or agent of the Company in connection with any proceeding, to the extent permitted by applicable laws and statutes, the Act and the Company's Operating Agreement.

Section 1.15 Transferability of Interest

Interest in the Company is nontransferable except as specifically set forth in the Company's Operating Agreement.

Signed on February 26, 2014


MICHAEL ROMANELLI, Organizer

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