

L96000000/52

Pennington, Culpepper
Charlie Cooper et al

(Requestor's Name)

215 S. Monroe St.

(Address)

Tallahassee, FL 32301

(City, State, Zip)

(Phone #)

222-3533

OFFICE USE ONLY

8:38 called
Pls. call when ready (Attn: Carson)

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Acorn Auto Recycling, L.L.C.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

FILED
96 FEB -6 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

900001708309
-02/06/96--01117--001
****337.50 ****337.50

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
ACORN AUTO RECYCLING, L.L.C.**

FILED
96 FEB -6 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME.

The name of the Limited Liability Company is Acorn Auto Recycling, L.L.C. (hereinafter referred to as the "Company").

2. PERIOD OF DURATION.

The period of duration of the Company shall not exceed fifty (50) years from the date these Articles are accepted for filing by the appropriate office of the Florida Department of State. The Company may be dissolved sooner, however, as provided in the Florida Limited Liability Act or the written Operating Agreement to be executed by all of the Members of the Company.

3. PURPOSE.

The purpose for which the Company is organized is to acquire, own, improve, manage, lease, mortgage and sell certain real and personal properties, and to engage in any and all other businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing under Chapter 608, Florida Statutes, or its successor statute.

4. ADDRESS OF PLACE OF BUSINESS.

The street address of the place of business in Florida for the Company is: 572 Woodville Highway, Crawfordville, Florida 32362. Such address may be changed from time to time as provided in the Operating Agreement.

5. REGISTERED AGENT.

The initial registered agent in Florida for the Company is: Colleen E. Miller, and the initial registered office is located at 572 Woodville Highway, Crawfordville, Florida 32362.

6. INITIAL CAPITAL CONTRIBUTIONS.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Company is as follows: One Hundred Seventy-Five Thousand and NO/100 Dollars (\$175,000.00).

7. ADDITIONAL CONTRIBUTIONS.

The total additional contributions, if any, agreed to be made by all Members and the times at which such contributions shall be made, are as follows: No total additional contributions have been agreed to as of the date of filing of these Articles of Organization. Additional contributions, if any, will be made as provided in the Operating Agreement.

8. MEMBERS: ADMISSION OF NEW MEMBERS.

The Company shall have at least two (2) members (the "Members"). New Members may be admitted in the manner provided in the Operating Agreement.

9. CONTINUITY OF BUSINESS.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, the business of the Company shall be continued and the Company shall not be dissolved only with the written consent of all the remaining Members of the Company.

10. MANAGEMENT.

The management of the Company shall be reserved to the Members, the Members may elect one or more Managing Members in accordance with the Operating Agreement. In the event of the retirement, resignation, removal or death of a Manager, any remaining Manager(s) shall serve until the next meeting of the Members and until a successor (if any is elected) for the retired, resigned, removed or deceased Manager is duly qualified. The names and mailing addresses of the Members who are to serve as the Managing Members (the "Managers") until the first annual meeting of Members or until their successors are duly elected and qualified are as follows:

1. Michael P. Miller
P.O. Box 1605
Woodville, Florida 32362
2. Colleen E. Miller
P.O. Box 1605
Woodville, Florida 32362

11. INDEMNIFICATION.

Unless expressly agreed otherwise in writing by all of the Members, the Company shall indemnify any Manager or former Manager to the full extent permitted under Chapter 608, Florida Statutes, or its successor statute.

Executed at Tallahassee, Florida, on the 5th day of February, 1996.

By: Michael P. Miller
Michael P. Miller, Member

By: Colleen E. Miller
Colleen E. Miller, Member

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 5th day of February, 1996, by Michael P. Miller, a member of Acorn Auto Recycling, L.L.C., a Florida limited liability company, on behalf of the company. He/she is personally known to me or has produced driver's license as identification.

(SEAL)



MARY CARSON DURRANCE
MY COMMISSION # CC430647 EXPIRES
December 29, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

Mary Carson Durrance
NOTARY PUBLIC - STATE OF FLORIDA

Mary Carson Durrance
Print, Type or Stamp Name of Notary
Public

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 5th day of February, 1996, by Colleen E. Miller, a member of Acorn Auto Recycling, L.L.C., a Florida limited liability company, on behalf of the company. He/she is personally known to me or has produced driver's license as identification.

(SEAL)



MARY CARSON DURRANCE
MY COMMISSION # CC430647 EXPIRES
December 29, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

Mary Carson Durrance
NOTARY PUBLIC - STATE OF FLORIDA

Mary Carson Durrance
Print, Type or Stamp Name of Notary
Public

G:\Users\jodi\My Documents\1sh.doc

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
96 FEB -6 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned limited liability company, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the company is: ACORN AUTO RECYCLING, L.L.C.

2. The name and address of the registered agent and office is:

Colleen E. Miller

(NAME)

572 Woodville Highway

(P.O. BOX NOT ACCEPTABLE)

Crawfordville, Florida 32362

(CITY/STATE/ZIP)

SIGNATURE

Michael P. Miller
TITLE Managing Member

DATE 2/5/96

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.

SIGNATURE

Colleen E. Miller
DATE 2/5/96

REGISTERED AGENT FILING FEE: \$35.00

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF LEON

The undersigned, as Managing Member for ACORN AUTO RECYCLING, L.L.C., a Florida Limited Liability Company, being duly sworn hereby states as follows:

1. INITIAL CAPITAL CONTRIBUTIONS.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Company is as follows: One Hundred Seventy-Five Thousand and NO/100 Dollars (\$175,000.00) in cash; and no property.

2. ADDITIONAL CONTRIBUTIONS.

The total additional contributions, if any, agreed to be made by all Members and the times at which such contributions shall be made, are as follows: No total additional contributions have been agreed to as of the date of filing of these Articles of Organization. Additional contributions, if any, will be made as provided in the Operating Agreement.

3. MEMBERS; ADMISSION OF NEW MEMBERS.

The Company shall have at least two (2) members (the "Members"). New Members may be admitted in the manner provided in the Operating Agreement. The initial members are:

Michael P. Miller
Colleen E. Miller

FURTHER AFFIANT SAYETH NAUGHT.

Michael P. Miller
MICHAEL P. MILLER
Managing Member

Sworn to and subscribed before me on this 5th day of
February, 1996.

SEAL



MARY CARSON DURRANCE
MY COMMISSION # CC430647 EXPIRES
December 29, 1998
SIGNED THIS 11TH DAY OF FEBRUARY 1996

Mary Carson Durrance
NOTARY PUBLIC - STATE OF FLORIDA
Mary Carson Durrance
Print, Type, or Stamp Name of Notary
Public

Personally Known _____ or
Type of Identification Produced driver's license

G:\users\jod\l\mhw\walsh.a11