

L96000000784

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Auto Mint, L.C.
(Proposed limited liability company name - must include suffix)

600001902216
-07/23/96--01117--002
****346.25 ****346.25

Enclosed is an original and one (1) copy of the articles of organization and a check for :

☐ \$285.00
Filing Fee
& Registered
Agent designation

☐ \$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

☐ \$337.50
Filing Fee,
Registered Agent
Designation &
Certified Copy

☒ \$346.25
Filing Fee,
Registered Agent
Designation,
Certified Copy
Certificate

FROM: Bruce S. Blum
Name (Printed or typed)

1850 S. US # 1
Address

Ft. Pierce FL 34950
City, State & Zip

561 468 3100
Daytime Telephone number

JUL 23 PM 1:18
DEPT. OF STATE
TALLAHASSEE, FLORIDA

FILED

JUL 25 1996

BSB

NOTE: Please provide the original and one copy of the articles.

Articles of Organization
of
Auto Mint, L.C.

FILED
96 JUL 23 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I
NAME

The name of the Limited Liability Company is **Auto Mint, L.C.** ("Company").

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 1850 S. US #1, Ft. Pierce, Florida 34950.

ARTICLE III
DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization or as may set forth in the Regulations of the Company.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by Member-Managers and the names and addresses of such Members who are to serve as Managers are:

Robert H. Sherman, 1850 S. US#1, Ft. Pierce, Florida 34950

Bruce S. Blum, 1850 S. US#1, Ft. Pierce, Florida 34950

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

Additional Members shall be admitted to the Company upon the unanimous written consent of the Member-Managers of the Company and upon such terms and conditions as may be set forth in the Regulations of the Company. A Member may transfer his or her interest in the Company as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a Member until the Company provides to the transferee the unanimous written consent of its Member-Managers to the proposed transfer.

ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS

The right of the remaining Members of the Limited Liability Company to continue the legal existence and business of the Company upon the occurrence of the death, retirement, resignation, expulsion or bankruptcy of a Member-Manager or the occurrence of any other event, as may be set forth in the Regulations of the Company, that triggers a dissolution of the Company shall be: upon the unanimous vote of the remaining Member-Managers and together with the majority in interest vote of all other Members, in which case the Limited Liability Company shall not dissolve.

ARTICLE VII
PURPOSE AND POWERS

The general purpose for which the Company is organized is to engage in the conduct of a licensed motor vehicle retail sales business within and without the State of Florida and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned organizers, who are the initial Members, have made and subscribed to these Articles of Organization at Ft. Pierce, Florida for the foregoing uses and purposes this 22nd day of July, 1996.



Bruce S. Blum



Robert H. Sherman

STATE OF FLORIDA
COUNTY OF ST. LUCIE

The foregoing Articles of Organization were acknowledged before me this 22nd day of July, 1996, by BRUCE S. BLUM who is personally known to me and who has produced a Florida driver's license as identification and who did take an oath.

(Notary Seal)



Stephanie K. Barnes

Printed Name Stephanie K. Barnes

NOTARY SEAL

State of Florida at Large

My Commission Expires: Nov. 18, 1999

STATE OF FLORIDA
COUNTY OF ST. LUCIE

The foregoing Articles of Organization were acknowledged before me this 22nd day of July, 1996, by ROBERT H. SHERMAN who is personally known to me and produced a Florida driver's license as identification and who did take an oath.

(Notary Seal)



Stephanie K. Barnes

Printed Name Stephanie K. Barnes

NOTARY SEAL

State of Florida at Large

My Commission Expires: Nov. 18, 1999

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

Auto Mint, L.C. deposes and says:

1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is

\$ 1,000⁰⁰

3) if any, the agreed value of property other than cash contributed by member(s) is

\$ _____


A description of the property is attached and made a part hereto.

4) the amount of cash or property anticipated to be contributed by member(s) is

\$ 4,049,000⁰⁰

5) the total amount of 2, 3, and 4 is

\$ 4,050,000⁰⁰

 Bruce S. Blum 7/22/96

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

AUTO MINT, L.C.

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

ROBERT H. SHERMAN
(Name)

3870 NE SUGARHILL AVENUE
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

JENSEN BEACH, FLORIDA 34957
(City/State/Zip)

FILED
JUL 23 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

7/22/96

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent