



THE UNITED STATES  
CORPORATION  
COMPANY

W97000000545

ACCOUNT NO. : 072100000032

REFERENCE : 396504 7129473

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 19, 1997

ORDER TIME : 11:24 AM

ORDER NO. : 396504-005

CUSTOMER NO: 7129473

CUSTOMER: Douglas P. Krevolin, Esq  
KREVOLIN & HORST, LLC

2020 First Union Plaza  
999 Peachtree Street, northeast  
Atlanta, GA 30309

000002184880--9  
-05/20/97--01049--004  
\*\*\*\*285.00 \*\*\*\*285.00

DOMESTIC FILING

NAME: GULF COAST AUTO MAX, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

*Dmc 5/19/97*

FILED  
97 MAY 19 PM 1:37  
STATE  
TALLAHASSEE, FLORIDA

*285.00  
F.F.*

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY

FILED

97 MAY 19 PM 1:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

GULF COAST AUTO MAX, L.C.

ARTICLE II - Address:

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

7206 North Dale Mabry Highway  
Tampa, Florida 33615

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

December 31, 2047

ARTICLE IV - Management:

*(check and complete the appropriate statement)*

- ☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
  
- ☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

James W. Ballew  
3238 Eagle Watch Drive  
Woodstock, Georgia 30189

Douglas C. Buice  
7206 North Dale Mabry Highway  
Tampa, Florida 33615

Darell A. Denman  
7206 North Dale Mabry Highway  
Tampa, Florida 33615

Leonard D. Kirk, Jr.  
7206 North Dale Mabry Highway  
Tampa, Florida 33615

William R. Schmidt, Jr.  
2036 Diamond Court  
Jonesboro, Georgia 30236

**ARTICLE V - Admission of Additional Members:**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

Upon the unanimous vote of the members. No new member shall be entitled to any retroactive allocation of losses, income or expense deductions.

**ARTICLE VI - Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

Upon the unanimous consent of all remaining members within ninety (90) days after the withdrawal event so long as there are at least two remaining members.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED

97 MAY 19 PM 1:38

The undersigned member or authorized representative of a member of <sup>SE</sup>GULF COAST STATE  
HALL, FLORIDA

AUTO MAX, 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 \$80,000.00;
- (3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-. A description of the property is attached and made a part hereof.
- (4) the total amount of cash or property anticipated to be contributed by member(s) is \$80,000.00. This total includes amounts from 2 and 3 above.



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 affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

FILED

97 MAY 19 PM 1:38

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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.

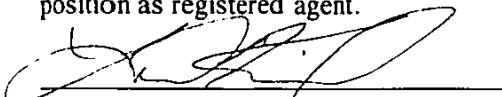
1. The name of the limited liability company is:

GULF COAST AUTO MAX, L.C.

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

Leonard D. Kirk, Jr.  
7206 North Dale Mabry Highway  
Tampa, Florida 33615

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)

5-16-97  
(Date)