

L 97000001290

**ELSIE C. TURNER**  
ATTORNEY AND COUNSELOR AT LAW

CORPORATE LAW  
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201 PARK PLACE, SUITE 204  
ALTAMONTE SPRINGS, FL 32701  
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CERTIFIED MAIL, Item No. P 432 287 576

November 11, 1997

Division of Corporations  
Department of State  
The Capitol, PL-2  
Tallahassee, FL 32399-0250

000002351830--1  
-11/19/97--01060--009  
\*\*\*\*285.00 \*\*\*\*285.00

Re: Articles of Organization, Automatic Trailer Couplings, L.C.

To Whom It May Concern:

Enclosed are Articles for the newly organized company referenced above, together with an Affidavit of capital contributions, a Designation of Registered Agent and a check in the amount of \$285 to cover the fees for filing the Articles and the Designation.

Sincerely yours,

*Elsie C. Turner*  
Elsie C. Turner

Name	11/18/97
Availability	da
Document Examiner	DCC
Underwriter	DCC
Notary	DCC
Notary	DCC
Notary	DCC
Notary	DCC
Notary	DCC
Notary	DCC

C. TAX  
FILING 285.00  
R. AGENT FEE  
C. COPY  
TAX  
N. BANK  
BALANCE DUE  
REFUND

L 97000001290

ARTICLES OF ORGANIZATION  
OF  
AUTOMATIC TRAILER COUPLINGS, L.C.

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

ARTICLE I -- NAME

The name of the limited liability company shall be AUTOMATIC TRAILER COUPLINGS, L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 5054 Fayann Street, Orlando, Florida, 32812.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall terminate not later than September 30, 2017 unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

J. Fersh  
5054 Fayann Street  
Orlando, Florida 32812

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

FILED  
97 MAY 17 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the consent of a majority of the members.

## ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the written consent of a majority of the members of the company and on such terms and conditions as shall be determined by such majority. A member may transfer his or her interest in the company only if a majority of the nonassigning members consent to the assignment, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless a majority of the nonassigning members of the company approve of the proposed transfer in writing.

## ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of the majority of the remaining members, provided there are at least two remaining members.

## ARTICLE IX -- MANAGEMENT

The company shall be managed by the members 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 names and address of the members of the company are:

NAME	ADDRESS
Stanley Reginald Darwent	1 Shiredale Close, Cheadle Hulme, Cheshire SK85RY England 161 486 1700
James Joseph DePalma	20 Raintree Lane

Ormond Beach, FL 32174  
(904) 677-8741

John J. Fersh

5054 Fayann Street  
Orlando, FL 32812  
(407) 281-3971

Kenneth Hubble

1529 Oak Tree Court  
Apopka, FL 32712  
(407) 880 9747

IN WITNESS WHEREOF, the undersigned members have made and subscribed these articles of organization at Altamonte Springs, Seminole County, Florida, on this 10<sup>th</sup> day of November, 1997.

John J. Fersh  
Member F620-428-346344  
Kenneth Hubble  
Member H 140-500-34-430-0

97 NOV 17 PM 12:30  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared KENNETH HUBBLE and JOHN J. FERSH personally known to me or who produced the following identification:  
Florida drivers licenses indicated below signatures

the persons described in and who executed the foregoing instrument under oath and acknowledged before me that they executed the same.


Witness my hand and official seal in the county and state last aforesaid this 10 day of November, 1997.

Helene E. Davis  
Helene E. DAVIS  
Notary Public  
My commission expires:

Helene Davis  
My Commission CC646379  
Expires May 12, 2001

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of AUTOMATIC TRAILER COUPLINGS, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

  
John Jules Ferth  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Automatic Trailer Couplings, 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 FIVE THOUSAND DOLLARS (\$5000.00.)
3. If any, the agreed value of property other than cash contributed by member(s) is: NO VALUE ASCRIBED. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by members(s) is ONE HUNDRED THOUSAND DOLLARS (\$100,000.00). This total includes amounts from ¶¶ 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: November 10, 1997

Kenneth Hubble  
KENNETH HUBBLE

STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared KENNETH HUBBLE personally known to me or who produced the following identification: Driver License H-40-500-34-430-0 the persons described in and who executed the foregoing instrument under oath and acknowledged before me that they executed the same.

Witness my hand and official seal in the county and state last aforesaid this 10 day of November, 1997.

Helene E. Davis  
Helene E. DAVIS  
Notary Public  
My commission expires:

Helene Davis  
My Commission CC646379  
Expires May 12, 2001

97 NOV 17 PM 12:36  
FILED  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE