

# L99000002913

CLAUDE R. WALKER, ESQUIRE  
HUEY GUILDAY & TUCKER, P.A.  
P. O. BOX 1794  
TALLAHASSEE FL 32302

City/State/Zip

Phone #

224-7091

(Julie)

Office Use Only

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

1. C+J Tire & Wheel, L.C.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication

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

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W. P. Verifier	DCC

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

**ARTICLES OF ORGANIZATION OF**  
**C & J TIRE & WHEEL, L.C.**  
**A FLORIDA LIMITED LIABILITY COMPANY**

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1. Name. The name of the Limited Liability Company is C & J Tire & Wheel, L.C., a Florida limited liability company (the "Company").
2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Department of State until the earlier of fifty (50) years from the date of filing or the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
4. Place of Business. The address of the Company's place of business in the State of Florida is 1142 W. Orange Avenue, Tallahassee, Florida 32310. The Company's mailing address is 1142 W. Orange Avenue, Tallahassee, Florida 32310.
5. Registered Agent and Office. The name of the initial registered agent of the Company is Charles Radabaugh. The street address of the initial registered agent of the Company is 1142 W. Orange Avenue, Tallahassee, Florida 32310.
6. Contributions to the Company. The total amount of cash initially contributed to the company by the members is \$43,000.00. No additional contributions have been agreed upon.
7. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
8. Termination of Membership. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be terminated unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

9. Management of the Company. The management of the Company is to be with a manager. The members may, however, elect, by majority vote, a manager whose duties shall be as set forth in an operating agreement to be adopted by the Members.

10. Initial Members. The initial members of the Company are:

Charles Radabaugh  
1142 W. Orange Avenue  
Tallahassee, Florida 32310.

Gwyn Dollar  
24076 Lanier Street  
Tallahassee, FL 32310

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11. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal an Operating Agreement containing provisions for the regulation and management of the affairs of the Company.

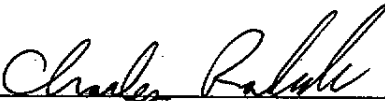
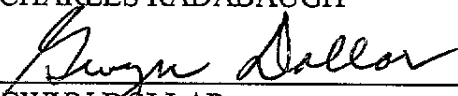
12. Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members unless such member shall have first complied with the Right of First Refusal provisions of the Operating Agreement adopted by the members. If the Company or the non-transferring members do not elect to purchase the interest, the transferee of the interest of the transferring member shall have the right to become a member and to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

13. Certificated Interests. The members' interests in the Company may be evidenced by certificates.

14. Contracting Debts. The consent of all members shall be required to borrow any money or encumber the Company's property for any loan in excess of \$1,000.00.

These Articles of Organization shall be effective as of the 1<sup>st</sup> day of June, 1999.

Dated: 5-18-99

  
\_\_\_\_\_  
CHARLES RADABAUGH  
  
\_\_\_\_\_  
GWYN DOLLAR

STATE OF FLORIDA :  
COUNTY OF LEON :

I HEREBY CERTIFY that on this 18<sup>th</sup> day of May, 1999, before me personally appeared CHARLES RADABAUGH who presented his Driver's License as identification and who executed the foregoing before me for the purposes therein expressed.



NOTARY PUBLIC

My Commission Expires:



Claude R Walker  
My Commission CC771534  
Expires August 30, 2002

STATE OF FLORIDA :  
COUNTY OF LEON :

I HEREBY CERTIFY that on this 18<sup>th</sup> day of May, 1999, before me personally appeared GWYN DOLLAR who presented his Driver's License as identification and who executed the foregoing before me for the purposes therein expressed.



NOTARY PUBLIC

My Commission Expires:



Claude R Walker  
My Commission CC771534  
Expires August 30, 2002

**ACCEPTANCE AS REGISTERED AGENT**  
**OF LIMITED LIABILITY COMPANY**

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TALLAHASSEE, FLORIDA

HAVING BEEN named Registered Agent and designated to accept service of process on behalf of C & J TIRE & WHEEL, L.C., at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
CHARLES RADABAUGH

Dated: May 18, 1999

**AFFIDAVIT OF LIMITED LIABILITY COMPANY**  
**PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)**

I, CHARLES RADABAUGH, constituting one of the initial members of C & J TIRE & WHEEL, L.C., a Florida limited liability company, hereinafter referred to as the "Company", who, upon being sworn, certify as follows:


1. The Company has at least one member.
2. The members of the company have contributed a total of \$43,000.00 of cash to the Company.
3. It is anticipated no additional contributions will be required by the Members.

Executed this 18 day of May, 1999.

FURTHER AFFIANT SAYETH NAUGHT.

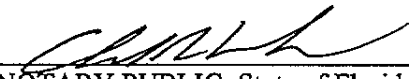
Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief. (In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Member:

  
\_\_\_\_\_  
CHARLES RADABAUGH

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 18 day of May, 1999, by CHARLES RADABAUGH, as one of the initial members of C & J TIRE & WHEEL, L.C., on behalf of the Company, who is personally known to me or who has produced his Driver's License as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:



Claude R Walker  
My Commission CC771534  
Expires August 30, 2002

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