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CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

712 S. OREGON AVENUE
TAMPA, FLORIDA 33606

MICHAEL R. CAREY
DOUGLAS P. MANSON
RANDALL P. MUELLER
ANDREW M. O'MALLEY
DANIEL D. WHITAKER

TELEPHONE: (813) 250-0577
FACSIMILE: (813) 250-9898
E-MAIL: cowmpa@aol.com

August 6, 1999

Corporate Records Bureau
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

800002954368--5
-08/09/99--01101--008
****346.25 ****346.25

Re: Gator Trucks L.L.C.

To Whom It May Concern:

Enclosed for processing are original of Articles of Organization for the above-named company, together with our firm check in the amount of \$346.25, to cover the following costs:

| | | |
|----|---------------------------------|-----------------|
| 1. | Filing fee | \$250.00 |
| 2. | Designation of Registered Agent | 35.00 |
| 3. | Certified copy of Charter | 52.50 |
| 4. | Certificate of Status | <u>8.75</u> |
| | Total | \$346.25 |

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

NRB/trh
Enclosures

cc: Gator Trucks L.L.C.

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ARTICLES OF ORGANIZATION

OF GATOR TRUCKS L.L.C.

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be Gator Trucks L.L.C., and its principal place of business and its mailing address shall be 7528 U.S. Highway 301 North in the City of Tampa, County of Hillsborough, State of Florida 33637.

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, and all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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DIVISION OF CORPORATIONS
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5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated herein, otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objectives, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or interference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

DURATION

This limited liability company shall exist for thirty (30) years or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 7528 U.S. Highway 301 North in the City of Tampa, County of Hillsborough, State of Florida 33637.

ARTICLE V
MANAGEMENT

The limited liability company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) of the company is/are:

| NAME | ADDRESS |
|-------------------|---|
| David F. Kilcoyne | 7528 U.S. Highway 301 North Tampa, Florida 33637 |

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The Florida street address of the initial registered office of the limited liability company is Carey, O'Malley, Whitaker & Manson, P.A., 712 South Oregon Avenue, City of Tampa, County of Hillsborough, State of Florida 33606, and the name of its initial registered agent at such address is Daniel D. Whitaker.

ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of the members.

ARTICLE VIII
MEMBERS RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

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STATE OF FLORIDA
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TAMPA

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of Gator Trucks L.L.C.

Executed by the undersigned at 712 S. Oregon St, Tampa, Florida
on June 23, 1999.

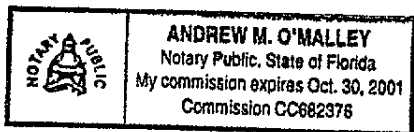


Name of Organizer/Member: David F. Kilcoyne

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

Before me personally appeared David F. Kilcoyne, one of the organizer/members of the above limited liability company, who signed the above Articles of Organization, as his free and voluntary act for the uses and purposes mentioned and set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 23 day
of June, 1999.



Type, Print or Stamp Name of Notary

Personally Known

or Produced Identification

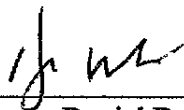
Type of Identification Produced

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DIVISION OF CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT / REGISTERED OFFICE

The undersigned, having been named in the Articles of Organization of Gator Trucks L.L.C., as registered agent and to accept service of process for this limited liability company at the place designated at Article VI, hereby accepts the appointment as registered agent and agrees to act in this capacity.

I further agree to comply with the provision 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 of the Company.



Name: Daniel D. Whitaker
Registered Agent
712 South Oregon Avenue
Tampa, Florida 33606

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH) ss

BEFORE ME, the undersigned authority, personally appeared David F. Kilcoyne, who, being first duly sworn, deposes and says:

1. I am the initial manager named in the Articles of Organization of Gator Trucks L.L.C. (hereafter "the Company").

2. This Affidavit is prepared on behalf of the Company for filing with its Articles of Organization pursuant to Florida Statutes, Section 608.408(3).

3. The Company has two original members, namely:

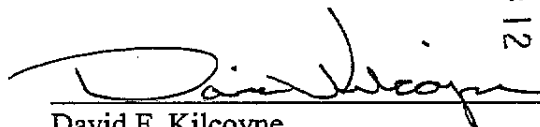
David F. Kilcoyne
Cheryl Kilcoyne

4. The total amount of cash contributed by the members is \$ -0-

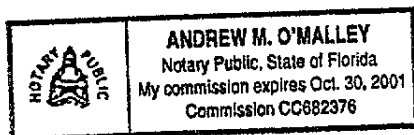
5. If any, the agreed value of property other than cash is none.

6. The total contribution amount of cash and property contributed and anticipated to be contributed by member(s) is \$ -0-

FURTHER AFFIANT SAITH NOT.


David F. Kilcoyne

Sworn to and subscribed before me this 23 day of June, 1999 by David F. Kilcoyne.



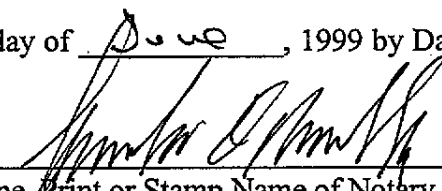

Type, Print or Stamp Name of Notary
Personally Known X
or Produced Identification _____
Type of Identification Produced _____

EXHIBIT "A"