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NILESH M. PATEL
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(813)-258-0035
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July 8, 1999

VIA U.S.MAIL

Department of State
New Filings Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Madam/Sir:

Please find enclosed an original and copy of the Articles of Organization for **Rocar Holdings, L.L.C.** Please file the same and return the certified copy to the above address as soon as possible. Also enclosed is a check for \$337.50 for the filing fee and certified copy.

Please call should you have any questions or comments.

Sincerely,

Niles M. Patel

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Name Availability	OK 4-12
Document Examiner	[Signature]
Updater	[Signature]
Updater Verifier	[Signature]
Document	[Signature]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 16, 1999

NILESH M. PATEL
609 WEST DELEON STREET
OLD HYDE PARK
TAMPA, FL 33606

SUBJECT: ROCAR HOLDINGS, L.L.C.
Ref. Number: W99000016401

We have received your document for ROCAR HOLDINGS, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective day must be specific and cannot be prior to the date of filing.

On the affidavit if the amount is zero then zero must be listed,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 899A00036649

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
ROCAR HOLDINGS, L.L.C.

I, the undersigned subscriber to these Articles of Organization, being a natural person competent to contract, hereby subscribe to and form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I - Name:

The name of the Limited Liability Company shall be **ROCAR HOLDINGS, L.L.C.**

ARTICLE II - Address:

The principal place of business and mailing address of this company shall be 2809 West Waters Avenue, Tampa, Florida 33614. The members from time to time may designate such other address and place for the principal office of the Limited Liability Company as they deem appropriate.

ARTICLE III - Business Permitted:

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - Duration:

The period of duration for the Limited liability Company shall be perpetual.

ARTICLE V - Management:

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

John J. Carthy
2809 W. Waters Avenue
Tampa, Florida 33614

Phillip J. Rogal
2809 W. Waters Avenue
Tampa, Florida 33614

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TAMPA, FLORIDA

ARTICLE VI - Admission of Additional Members:

Members of the Limited Liability Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of the contributions by new members at the time the new members are admitted.

ARTICLE VII - Members Right to Continue Business:

The remaining members of the Limited Liability Company may have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the Limited Liability Company. The Business may be continued only on unanimous written consent of the remaining members.

ARTICLE VIII - Effective Date:

The effective date of this Limited Liability Company shall be ~~July 1, 1999.~~

upon filing with Secretary of State.

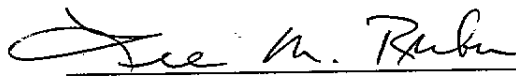
IN WITNESS WHEREOF, I hereto set my hand and seal and acknowledge and file the foregoing Articles of Organization of ROCAR HOLDINGS, L.L.C., under the laws of the State of Florida, this 30th day of June, 1999.


JOHN J. CARTHY

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

BEFORE ME, personally appeared, JOHN J. CARTHY, Initial Subscriber, to me known to be the individual described in and who executed the foregoing Articles of Organization, and Acknowledged that he executed the same for the purpose expressed therein.

SWORN TO AND SUBSCRIBED before me this 30th day of June 1999.


NOTARY PUBLIC
State of Florida

SECRETARY OF STATE
STATE OF FLORIDA

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member of **ROCAR HOLDINGS, L.L.C.**, deposes and says:

1. The above Limited Liability Company has at least two members.
2. The total amount of cash contributed by the members is \$ - 0 -
3. If any, the agreed value of property other than cash contributed by the members is \$ - 0 -
4. The amount of cash or property anticipated to be contributed by members is \$ 340,121.29
5. The total amount of 2,3,4 is \$ 340,121.29



JOHN J. CARTHY, Member
(In accordance with section 608.408 (3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

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TALLAHASSEE, FLORIDA

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**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 ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **ROCAR HOLDINGS, L.L.C.**
2. The name and address of the registered agent and office is:

JOHN J. CATHY
2809 W. WATERS AVENUE
TAMPA, FL 33614

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

6-30-99
Date

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TAMPA, FLORIDA