

Monday, October 4, 1999

Division of Corporations

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850)922-4003

From:

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OCT 11 1999
TALLAHASSEE
FLORIDA

with
10/5

LIMITED LIABILITY COMPANY

V.I.P. LIMOUSINES, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION OF V.I.P. LIMOUSINES, L.L.C.

The undersigned subscribers, hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

ARTICLE I NAME

The name of this limited liability company shall be V.I.P. LIMOUSINES, L.L.C.

ARTICLE II DURATION

This limited liability company shall exist no longer than Twenty Five (25) years from the date of filing with the Department of State.

ARTICLE III PURPOSE AND POWERS

This limited liability company is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This limited liability company shall have all powers enumerated in Chapter 608 mentioned above.

ARTICLE IV PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of the limited liability company is at 50 Stowe Rd., Mary Esther, FL 32569. The mailing address of the limited liability company is 50 Stowe Rd., Mary Esther, FL 32569.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 50 Stowe Rd., Mary Esther, FL 32569, and the name of the initial registered agent at that address is Brian M. Leatherwood.

ARTICLE VI CAPITAL

The capital of the limited liability company shall exist in \$47,400.00 in personal property. The total anticipated contribution to the limited liability company is \$47,400.00.

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ARTICLE VII
MANAGEMENT

The management will consist of three (3) managers. Each member shall elect One (1) manager. The names and addresses of the initial managers of the limited liability company are as follows:

Brad Wolf
720 Rodney Ave.

FL Walton Beach, FL 32547

Eric Cameron
50 Stowe Rd.

Mary Esther, FL 32569

Brian M. Leatherwood
50 Stowe Rd.
Mary Esther, FL 32569

Management shall be by all persons above named.

ARTICLE VIII
QUORUM

A quorum of the managers consists of two managers.

ARTICLE IX
MANAGEMENT ACTION

All of the Managers of the Company entitled to vote, represented in person or by proxy, shall be required for all management action.

ARTICLE X
COMPENSATION OF MANAGERS

Compensation of management will be determined by unanimous vote of the managers.

ARTICLE XI
MANAGEMENT MEETINGS

No action by management can be taken without a meeting of the managers. All regularly scheduled management meetings must be preceded by at least two days notice of meeting, setting forth the date, time, place and purpose of the meeting.

ARTICLE XII
SPECIAL MEETINGS

All special meetings of the managers must be preceded by at least two days notice of meeting, setting forth the date, time, place and purpose of the meeting.

ARTICLE XIII
INITIAL MEMBERS

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The names and addresses of the members of this limited liability company are as follows:

Brad Wolf	Eric Cameron	Brian M. Leatherwood
720 Rodney Ave.	50 Stowe Rd.	50 Stowe Rd.
Ft. Walton Beach, FL 32547	Mary Esther, FL 32569	Mary Esther, FL 32569

ARTICLE XIV
ADDITIONAL MEMBERS

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of all the members of the company existing at that time.

ARTICLE XV
MEMBERSHIP MEETINGS

All notices of annual membership meetings must include a detailed description of the purpose or purposes for which the meeting is called.

ARTICLE XVI
DISPOSAL OF ASSETS

The sale, lease, exchange or other disposal of all, or substantially all, of the company's property, with or without good will, other than in the usual and regular course of business, must be approved by unanimous vote of the members.

ARTICLE XVII
DISSOLUTION

Upon the death, retirement, resignation, expulsion or dissolution of any member of this limited liability company or the occurrence of any other event which terminates the continued membership of a member of the limited liability company, the limited liability company shall be terminated unless the business is continued by the consent of all remaining members.

ARTICLE XVIII
TRANSFER OF INTEREST

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management or to be a member of the limited liability company unless prior written consent is obtained by the transferor from all remaining members.

ARTICLE XIX
REDEMPTION OF INTEREST

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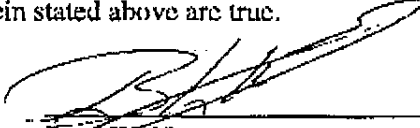
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Should any member decide to resign from the company, and desires to sell his or her entire interest in the company, that member shall first offer the interest to the remaining members of the company. If the company does not acquire his or her interest, that interest may be transferred to a third party, pursuant to the terms of **Article XVIII**.

ARTICLE XX
AMENDMENT OF OPERATING AGREEMENT

The power to amend the Operating Agreement is reserved exclusively to the unanimous vote of the members.

IN WITNESS WHEREOF, the undersigned, being the members hercinbefore named, have hereunto set their hands and seals on this the 4th day of October, 1999, for the purpose of forming a limited liability company to do business both within and without the State of Florida and do make and file in the Office of the Secretary of State of Florida these Articles of Organization and certify that the facts herein stated above are true.



Brad Wolf
Organizing Member

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 4th day of October, 1999, and who personally appeared Brad Wolf, who is personally known or who has produced as identification and did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 4th day of October, 1999.



Bruce A. Haught
MY COMMISSION # CC712016 EXPIRES
March 13, 2002
BONDED THROUGH TROY FARM INSURANCE, INC.



NOTARY PUBLIC

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

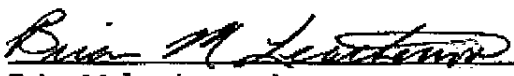
Pursuant to Section 608.415, Florida Statutes, the following is submitted: V.I.P.
I.MOUSINES, L.L.C., desiring to organize under the laws of the State of Florida with it's
principal place of business at 50 Stowe Rd., Mary Esther, FL 32569, has named Brad Wolf,
as it's agent to accept service of process within the State of Florida and whose address is 50
Stowe Rd., Mary Esther, FL 32569.



Brad Wolf
Organizing Member

Having been named to accept service of process for the above named limited liability
company, at the place designated in this certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all Florida Statutes relative to the proper and
complete performance of my duties.

Dated this the 4th day of October, 1999.



Brian M. Leatherwood
Registered Agent

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