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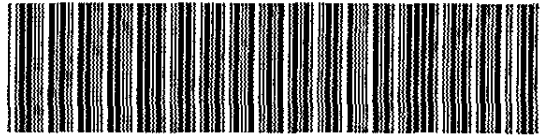
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JAMES A. BARRIOS  
CORPORATE AND BUSINESS LAW  
TRIAL PRACTICE - GENERAL

TIMOTHY L. FLANAGAN  
OF COUNSEL

May 16, 2003

Department of State  
Division of Corporations  
409 East Gaines  
Tallahassee, Florida 32399

Re: TUBMASTERS REFINISHING, L.L.C.

Dear Sir or Madam:

Enclosed please find the following:

- original and one copy of the Amended and Restated Articles of Organization
- self-addressed, stamped return envelope

Also enclosed is a check in the amount of \$25.00 representing the filing fee for the above document. Please stamp and return a copy to this office in the provided return envelope.

Thank you for your cooperation.

Sincerely,



Julie Hance, Legal Assistant to  
James A. Barrios, Esquire

/jeh  
Enclosures  
cc: Neal Komisar

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AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION OF  
TUBMASTERS REFINISHING, L.L.C.

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Pursuant to the provisions of Chapter 608 of the Florida Statutes ("the Florida Limited Liability Company Act"), Florida Statutes § 608.411, specifically, the undersigned member, Neal Komisar, hereby amends and restates the Articles of Organization as follows:

ARTICLE I

NAME: The name of the limited liability company shall be:

Tubmasters Refinishing, L.L.C.

ARTICLE II

TERM: The existence of Tubmasters Refinishing, L.L.C. (hereinafter "the Company") shall be perpetual.

ARTICLE III

ADDRESS: The mailing address and street address of the principal office of the Company is:

Mailing Address

5511 Hidden Lake Road  
Lakeland, Florida 33810

Street Address

5511 Hidden Lake Road  
Lakeland, Florida 33810

ARTICLE IV

REGISTERED OFFICE AND AGENT: The name and address of the initial registered agent and office of the Company are:

Name

Mark E. Clements, P.A.

Address

310 East Main Street  
Lakeland, Florida 33801

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## ARTICLE V

MANAGEMENT: The Company shall be managed by the members in accordance with an operating agreement as contemplated in Florida Statutes § 608.423, adopted by the members for the management of the business and affairs of the Company. The operating agreement may, but need not, be in writing. Management authority shall be vested solely in its members, each member having equal management authority. The operating agreement 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 addresses of the members of the Company are:

<u>Name</u>	<u>Address</u>
Neal Komisar	5511 Hidden Lake Road Lakeland, Florida 33810

## ARTICLE VI

ADMISSION OF NEW MEMBERS: No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the operating agreement of the Company, or as otherwise permitted by all of the members, 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 all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## ARTICLE VII

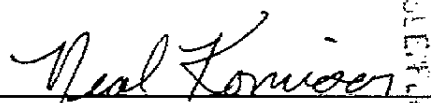
MEMBERSHIP INTEREST: The profits and losses of the company shall be allocated to the members in accordance with and in proportion to each member's percentage interest, unless otherwise provided in the operating agreement of the Company. The Company, through the operating agreement, may designate units corresponding with the percentage interest owned by each member. If units are so designated, then the percentage interest held by each member shall be equal to the number of units owned by a member divided by the total number of units owned by all of the members, unless otherwise provided in the operating agreement of the Company. A member's interest in the Company may be evidenced by a membership Certificate issued by the Company.

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ARTICLE VIII

INDEMNIFICATION OF MANAGERS, MANAGING MEMBERS, OFFICERS, EMPLOYEES AND AGENTS: Subject to the restrictions of, and pursuant to the authority granted by Florida Statutes § 608.4229 (2001), the Company hereby indemnifies and holds harmless any member, manager, officer, employee or agent of the Company, from and against any and all claims and demands against the Company arising from their involvement with the Company.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Amended and Restated Articles of Organization of Tubmasters Refinishing, L.P.C., at Lakeland, Florida, on this 14 day of May, 2003.

  
Neal Komisar

STATE OF FLORIDA  
COUNTY OF POLK

Sworn to (or affirmed) and subscribed before me this 14<sup>th</sup> day of May, 2003, by Neal Komisar, who presented a FL driver license.

My commission expires:

  
Notary Public -- State of Florida

