

STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY

**ARTICLES OF ORGANIZATION
OF
ATREVETE CAR SALES, LLC**

The undersigned **SILVIA MENDEZ FRAGOSO** of **SHELBY** County, Alabama, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975) as amended (the "Alabama Limited Company Act"), hereby file the following Articles of organization with the probate judge of **SHELBY** County, the county in which the initial registered office of the limited company will be located and attest that facts stated in these Articles of organization are true and correct:

ARTICLE I

NAME

The name of this limited liability company (the "Company") shall be **ATREVETE CAR SALES, LLC**

ARTICLE II

DURATION

The period of duration is perpetual from the date of filing of these Articles of organization with the probate judge of **SHELBY** County, unless the company shall sooner dissolve and its affairs are wound up in accordance with its Article of organization or operating Agreement or extend the duration beyond the above stated term.

ARTICLE III

PURPOSE

The nature of the business of the Company and its objects, purpose and powers are and shall to sale new and used cars, for profit, income, and appreciation, and to conduct or do any other lawful act or business permitted of the company under the Alabama Limited Company Act.

ARTICLE IV

REGISTERED OFFICE & AGENT

The location and street address of the initial registered office of the Company shall be **1324 1ST STREET NORTH ALABASTER, AL 35007**, and its mailing address shall be **P.O. BOX 258 HELENA, AL 35080**, and its Registered Agent at such address shall be **SILVIA MENDEZ FRAGOSO**.



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Shelby Cnty Judge of Probate, AL
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ARTICLE V

INITIAL MEMBERS

The names and addresses of the initial members (the "Members") of the Company are:

<u>MEMBER</u>	<u>ADDRESS</u>
SILVIA MENDEZ FRAGOSO	1324 1ST STREET NORTH ALABASTER, AL 35007

ARTICLE VI

ADDITIONAL MEMBERS

The members reserve the right to admit additional Members upon the unanimous agreement of the Members as to the admission of, and the consideration to be paid, such new Members, and subject to the terms and conditions of the Company's operating Agreement.

ARTICLE VII

OPERATING AGREEMENT

The operating Agreement of the company shall be executed by each member of the company and shall set forth all provisions for the affairs of the company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of the United States of America, the state of Alabama, or these Articles of Organization.

ARTICLE VIII

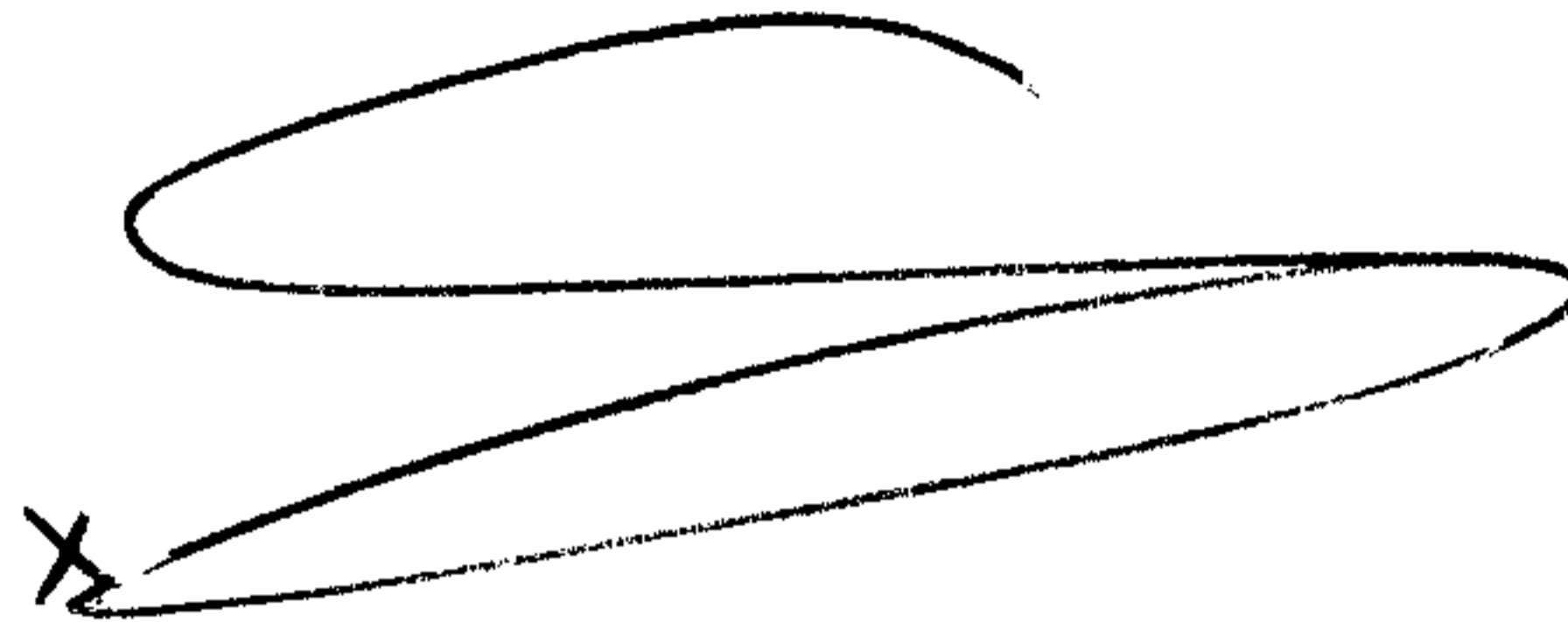
MANAGEMENT

The members shall have the right to continue upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any event which terminated the continued membership of a member in the company (collectively, "Dissociation"), as long as there are at least two remaining members or at least one remaining member and a new member is admitted, and all remaining members with equity interest agree in writing to continue the company within ninety (90) days after the Dissociation of a member, as set forth in the operating Agreement of the company.

ARTICLE IX
MANAGEMENT

SILVIA MENDEZ FRAGOSO shall be the President of the company and

IN WITNESS WHEREOF, the undersigned members have executed these Articles of organization, on this, the 3rd day of September, 2008.

A handwritten signature in black ink, consisting of a large, stylized 'S' shape with a horizontal line extending to the right and a small 'x' mark at the end of the line.

SILVIA MENDEZ FRAGOSO