



FOI 0000001599

ACCOUNT NO. : 072100000032

REFERENCE : 082742 10943A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 19, 2001

ORDER TIME : 9:29 AM

ORDER NO. : 082742-010

CUSTOMER NO: 10943A

CUSTOMER: Mark S Feluren, Esq
Waldman Feluren & Trigoboff,
One Financial Plaza, Ste 1500
Fort Lauderdale, FL 33394

FILED
01 MAR 22 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

954-467-8

\$4665.00

FOREIGN FILINGS

800003907168--5
-03/23/01--01012--011
*****78.75 *****78.75

File 1st

NAME: A & D HOLDINGS, INC.

101070007839

XXXX QUALIFICATION (TYPE: CO)

6

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR 22 AM 11:32
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

800003907168--5
-03/23/01--01012--012
***4550.00 ***4550.00

CONTACT PERSON: Cindy Harris -- EXT# 1137

Adm - 4550.00
CF - 70.00
CERT 8.75.

EXAMINER: _____

Mar 3/22



Department of State

Memorandum Office of the General Counsel

FILED
01 MAR 22 PM 2:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: March 22, 2001

RE: A. & D. Holdings, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1994 of \$ 1165.00 and foreign non-qualified penalties of \$ 3385.00 assessed in a lump sum to avoid litigation. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gtv

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TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Jamie A. Danburg, do hereby certify
(Name)

that this Resolution of the Board of Directors of A&D Holdings, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nevada


was duly adopted on March 16, 2001

Be it resolved, that A&D Holdings, Inc.
(Corporate Name)

organized and existing in the State of Nevada, hereby adopts the name

D Holdings, Inc. for use in Florida.

Dated: March 16, 2001


Signature of either Chairman, Vice Chairman or any officer

Jamie A. Danburg, President
Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

FILED
MAR 22 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. A&D Holdings, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Nevada

(State or country under the law of which it is incorporated)

3. 65-0499909

(FEI number, if applicable)

4. June 8, 1994

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. June 9, 1994

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. a. 2700 West Cypress Creek Road, Suite D-110, Ft. Lauderdale, FL 33309

(Principal office address)

b. 2700 West Cypress Creek Road, Suite D-110, Ft. Lauderdale, FL 33309

(Current mailing address)

8. Management Company

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Jamie A. Danburg

Office Address: 2700 West Cypress Creek Road, Suite D-110

Fort Lauderdale, Florida 33309

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jamie A. Danburg

Address: 2700 West Cypress Creek Road, Suite D-110
Fort Lauderdale, Florida 33309

Director: _____

Address: _____

B. OFFICERS

President: Jamie A. Danburg

Address: 2700 West Cypress Creek Road, Suite D-110
Fort Lauderdale, Florida 33309

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

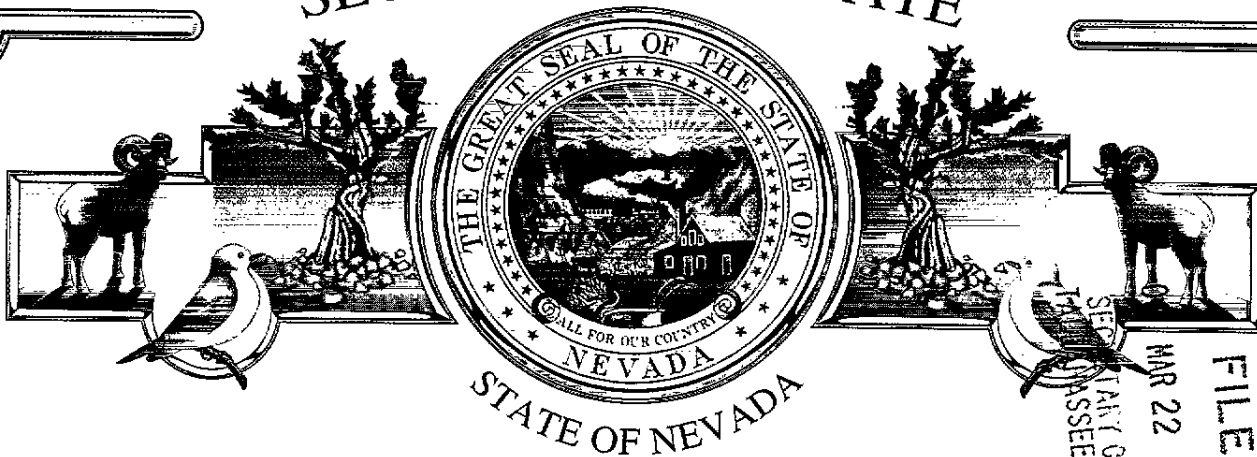
13. [Signature], President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jamie A. Danburg, President

(Typed or printed name and capacity of person signing application)

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01 MAR 22 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE



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MAR 22 PM 2:52
SECRETARY OF STATE
TAMMSEEE, FLORIDA

CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **A & D HOLDINGS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 8, 1994, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on March 20, 2001.



Dean Heller

Secretary of State

By

Clare

Certification Clerk