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April 3, 2001

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Florida Department of State
Registration Section
Division of Corporations
Post Office 6327
Tallahassee, FL 32314

RE: N & D Investments, LLC

To Whom It May Concern:

Enclosed for processing please find the following:

2. Check No. 33957 in the amount of \$125.00 to cover the cost of the Filing Fee for the Articles of Organization and Designation of Registered Agent for the above-referenced entity;

Once processing is complete, please return to Kory S. Pryor at this office.

Very truly yours,

MACEY, WILENSKY, COHEN,
WITTNER & KESSLER, LLP

Kory S. Pryor
Kory S. Pryor

FILED
01 APR -6 PM 8:34
TALLAHASSEE, FLORIDA

KSP/ask
Enclosures

**ARTICLES OF ORGANIZATION OF
N & D INVESTMENTS, LLC**

ARTICLE I.

Name

The name of the limited liability company is: N & D Investments, LLC (the "Company").

ARTICLE II.

Address

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

1115 Redfish Circle
Panama City Beach, Florida 32411

ARTICLE III.

Registered Agent

The name and the Florida street address of the registered agent are:

1115 Redfish Circle
Panama City Beach, Florida 32411

Having been named as registered agent and to accept service of process for the above-stated 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 as provided for in Chapter 608, F.S.


Patrick W. Cooper, Registered Agent

ARTICLE IV.

Management

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01 APR -6 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned executes these Articles of Organization as of this 15th day of March, 2001.

ORGANIZER:


Patrick W. Cooper, Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA