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#### ARTICLES OF ORGANIZATION

**OF** 

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#### D & S HOLDINGS, LLC

TALLAHASSEE, FLORIDA

#### ARTICLE 1: NAME

The name of this Limited Liability Company is: D & S Holdings, LLC

#### ARTICLE 2: PURPOSE

This Limited Liability Company is organized for the purpose of transacting any and all lawful business.

### ARTICLE 3: INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office is 7211 N. Dale Mabry, Suite #200, Tampa, FL 33614 and the mailing address of this Limited Liability Company is 7211 N. Dale Mabry, Suite #200, Tampa, FL 33614.

#### ARTICLE 4: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Limited Liability Company is 7211 N. Dale Mabry, Suite #200, Tampa, FL 33614, and the name of the initial registered agent of this Limited Liability Company at that address is R. Blain Sanford.

#### ARTICLE 5: INITIAL MEMBERS

This Limited Liability Company initially shall have two (2) members. The number of members may be either increased or diminished from time to time by unanimous vote of the existing members but shall never be less than one. The name and address of the initial members of this Limited Liability Company is:

#### NAME/ADDRESS

#### NAME/ADDRESS

Jeffrey A. Darrey
16101 Copeland Farms Road
Odessa, FL 33556

R. Blain Sanford 7211 N. Dale Mabry, Suite #200 Tampa, FL 33614 Articles of Organization
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#### ARTICLE 6: AUTHORIZED REPRESENTATIVE

SCURETARY OF STATE TALLAHASSEE, FLORIDA

The name and address of each person signing these articles is:

NAME

ADDRESS

R. Blain Sanford

7211 N. Dale Mabry, Suite #200 Tampa, FL 33614

#### ARTICLE 7: MANAGERS

This Limited Liability Company shall be a manager-managed company. The initial managers shall be Jeffrey A. Darrey and R. Blain Sanford.

#### **ARTICLE 8: INDEMNIFICATION**

The Limited Liability Company shall indemnify any officer or member, or any former officer or member, to the full extent permitted by law.

#### ARTICLE 9: OPERATING AGREEMENT

The initial Operating Agreement shall be adopted by the members. The power to alter, amend or repeal the Operating Agreement or adopt a new Operating Agreement is vested in the members.

#### ARTICLE 10: AMENDMENT

This Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 20 th day of May, 2003.

R. Blain Sanford

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#### ACCEPTANCE BY REGISTERED AGENT

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Having been named to accept service of process for the above-named Limited IGability ORIDA Company at a place designated in these Articles of Organization, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 20th day of May , 2003.

2. Eskin Lawfork