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(Business Entity Name)

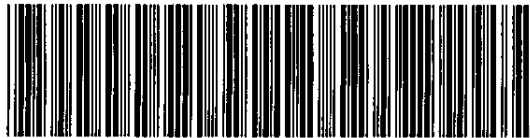
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: L3D3, LLC
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Daniel R. LEVENE
(Name of Person)
Pointe Financial Group Corp
(Firm/Company)
4800 T-Rex Avenue, Suite 100
(Address)
Boca Raton, FL 33431
(City/State and Zip Code)

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For further information concerning this matter, please call:

Daniel R. LEVENE at (561) 208-4466
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$25.00 Filing Fee
☐ 30.00 Filing Fee & Certificate of Status
☐ \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)
☐ \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY**

1. The name of a limited liability company is

L3D3, LLC

2. The Articles of Organization were filed on 5/19/2007 and assigned document number

L04000030418041

3. The date the dissolution was approved: March 24, 2006

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes. (conv 608.441 on back cover letter).

Firm was converted to a corporation on 3/24/06.
Corporation was incorporated in Delaware.

5. CHECK ONE:

☐ All debts, obligations and liabilities of the limited liability company have been paid or discharged.

-OR-

☒ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

7. CHECK ONE:

☒ There are no suits pending against the company in any court.

-OR-

☐ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

See attached resolution.

Signature

Printed Name

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**Action By Consent
Of Members
L3D3 Limited Liability Company**

Pursuant to the Florida State Statutes which authorizes the Members of a limited liability company to take action with or without a meeting if the action is taken by all of the Members and the action is evidenced by one or more written consents describing the action taken, signed by the Members, and included in the minutes or filed with the company records reflecting the action taken, the following resolutions and actions are hereby adopted by the Members:

RESOLVED, the members do unanimously consent to the conversion of L3D3, LLC a Florida Limited Liability Company, to Pointe Financial Group Corp., a Delaware Corporation.

RESOLVED, the members do unanimously consent to the transfer of all member ship rights and interests in return for the receipt of equal rights and interests in Pointe Capital, Inc.

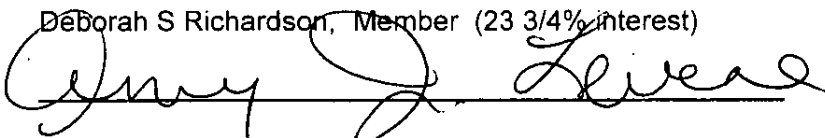
The undersigned, constituting all the Members of the Company, hereby consent to, ratify and confirm the action described in the foregoing resolutions, such action to be effective as of 24th day of March, 2006



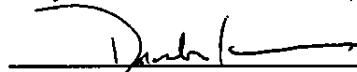
Paul R. Richardson, Managing Member (23 3/4% interest)



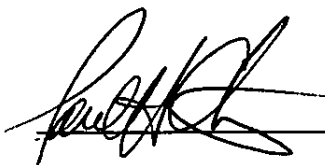
Deborah S Richardson, Member (23 3/4% interest)



Amy J. Levene, Member, (23 3/4% interest)



Daniel R. Levene, Managing Member (23 3/4% interest)



Paul H. Chuzi, Member (5% interest)

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