

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L04000075368
FILED 8:00 AM
October 18, 2004
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:

C & D HOLDING CO., LLC

Article II

The street address of the principal office of the Limited Liability Company is:

5640 N. FEDERAL HIGHWAY
C/O CLEO & COMPANY
FORT LAUDERDALE, FL. 33308

The mailing address of the Limited Liability Company is:

5640 N. FEDERAL HIGHWAY
C/O CLEO & COMPANY
FORT LAUDERDALE, FL. 33308

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

CLEO BOMSTAD
3850 OAKS CLUBHOUSE DRIVE
APT. 109
POMPANO BEACH, FL. 330693656

Having been named as registered agent and to accept service of process for the above stated limited liability 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.

Registered Agent Signature: CLEO BOMSTAD

Article V

The name and address of managing members/managers are:

Title: MGRM
CLEO S BOMSTAD
3850 OAKS CLUBHOUSE DRIVE, APT 109
POMPANO BEACH, FL. 330693656 US

Title: MGR
DEMIERI DONALD
3850 OAKS CLUBHOUSE DRIVE, APT 109
POMPANO BEACH, FL. 330693656 US

Article VI

The effective date for this Limited Liability Company shall be:

10/11/2004

Signature of member or an authorized representative of a member

Signature: DIANNE BONFIGLIO

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