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## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT:

RD ACQUISITIONS AND HOLDING, L.L.C.  
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

ROMANE DURAND  
(Name of Person)

RD ACQUISITIONS AND HOLDING, L.L.C.  
(Firm/Company)

11098 BISCAYNE BLVD #208  
(Address)

MIAMI, FL 33161  
(City/State and Zip Code)

For further information concerning this matter, please call:

Paul K. Schrice at (205) 893-5500  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee &<br>Certificate of Status<br>Certified Copy<br>(additional copy is enclosed) |
|--|---|---|--|

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

RD ACQUISITIONS AND HOLDING, L.L.C.

**ARTICLE II - Address:**

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

**Principal Office Address:**

**Mailing Address:**

11098 Biscayne Blvd  
#208  
Miami, FL 33161

11098 Biscayne Blvd  
#208  
Miami, FL 33161

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

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

ROMANE DURAND  
Name

11098 Biscayne Blvd #208  
Florida street address (P.O. Box NOT acceptable)

Miami FL 33161  
City, State, and Zip

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 as provided for in Chapter 608, F.S.

Romane Durand  
Registered Agent's Signature

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(CONTINUED)

**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

MGR

**Name and Address:**

ROMANE DURAND  
11098 Biscayne Blvd # 208  
MIAMI, FL 33161

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

(Use attachment if necessary)

**NOTE:** An additional article must be added if an effective date is requested.

**REQUIRED SIGNATURE:**

Roman Durand  
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ROMANE DURAND  
Typed or printed name of signee

**Filing Fees:**

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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**ARTICLES OF ORGANIZATION OF  
RD AQUISITIONS AND HOLDINGS, L.L.C.**  
a Florida Limited Liability Company

**ARTICLE I  
NAME**

The name of the limited liability company is RD AQUISITIONS AND HOLDINGS, L.L.C.

**ARTICLE II  
ADDRESS**

The mailing address and street address if the principal office of the limited liability company is 11098 Biscayne Blvd., Suite 208, Miami, Florida 33161.

**ARTICLE III  
DURATION**

The period of duration for the limited liability company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration until terminated in accordance with applicable law.

**ARTICLE IV  
MANAGEMENT**

The management of the limited liability company is reserved to its managers and is, therefore, a manager-managed company.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the limited liability company's registered agent is 11098 Biscayne Blvd., Suite 208, Miami, Florida 33161. The name of the company's initial registered agent is ROMANE DURAND.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this 11 day of March 2005.

  
ROMANE DURAND, Authorized Representative and member.

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Sections 608.407 and 608.415, Florida Statutes of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of RD AQUISITIONS AND

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HOLDINGS, L.L.C., a Florida Limited Liability Company (the "Company") in the company's Articles of Organization:

Having been named as the registered agent and to accept service of process for the company at the registered office designated in the Company's Articles of Organization, the undersigned accepts appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this \_\_\_\_ day of March 2005.

By:   
ROMANE DURAND, Managing Member

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TALLAHASSEE, FLORIDA

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