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Law Office of .

Carl A. Bertoch

A Professional Association

PHONE: 352/564-8220 FAX: 352/564-0617 E-MAIL: bertoch@earthlink.net

February 13, 2007

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

RE: D&K, LLC

7655 WEST GULF TO LAKE HWY. SUITE 6 CRYSTAL RIVER, FLORIDA 34429

Dear Sir or Madam:

The enclosed Articles of Organization for D&K, LLC are submitted for filing. Our check in the amount of \$130.00 is enclosed representing the required filing fee including a certificate of status.

Please return any correspondence and a copy of the filed documents concerning this matter to me at the following address:

Carl A. Bertoch, P.A.
7655 West Gulf to Lake Highway
Suite 6
Crystal River, Florida 34429

Thank you for your assistance, please call me if you have any questions. 352/564-8220.

Sincerely yours,

Ludy Fountain

Enclosure

CAB/lf

ARTICLES OF ORGANIZATION

OF

D&K, LLC



The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights privileges and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be D&K, LLC and its principal office shall be located at 10830 Sheldon Road, Tampa, County of Hillsborough, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

- 1. To engage in any activity or business authorized under the Florida Statutes.
- 2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
- To purchase or otherwise acquire, undertake, carry on, improve, or develop all or any of the business, good will, rights, assets and liabilities of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize and in any manner dispose of the rights and property so acquired.

- 4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign, state, government, or governmental authority, or any political are administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.
- To exercise all or any of the limited liability company powers 5. and to carry out all or any of the purposes enumerated in these Articles and otherwise granted or permitted by law while acting as agent, nominee or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual or other entity and in this capacity or under this arrangement, develop, improve, stabilize, strengthen or extend the property and commercial interest of the property and to aid, assist or participate in any lawful enterprise in connection with or incidental to the agency, representation or service and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit.
- 6. To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability and statements contained in each clause shall, except s otherwise expressed, be in no way limited to or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these articles shall be deemed or construed as authorizing or permitting or purporting to authorize or permit the limited liability company to carry on any business, exercise any power or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business affairs of this limited liability company shall be managed under the direction

of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV MANAGEMENT

This limited liability company shall be managed by its members, whose names and addresses are as follows:

Daniel A. Bertoch 10830 Sheldon Road Tampa, Florida 33626 Kay Parker Bertoch 10830 Sheldon Road Tampa, Florida 33626



Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI CAPITAL CONTRIBUTIONS

Five Thousand Dollars (\$5,000.00) shall be contributed to the limited liability company by the two (2) members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits from the operation of the limited liability company business that remains after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits

shall be determined and paid to the members each year on such date as determined by the members.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial office of the limited liability company is 10830 Sheldon Road, Tampa, County of Hillsborough, State of Florida, and the name of the company's initial registered agent at that address is Daniel A. Bertoch.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of D&K, LLC.

Executed by the undersigned at Tampa, Florida, on February ______8^{td}___, 2007.

Daniel A. Bertoch

Kay Parker Bertoch

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

State of Florida County of Hillsborough

Pursuant to the provisions of Section 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is D&K LLC.

The name of the registered agent for D&K LLC is Daniel A. Bertoch and the street address of the registered agent is 10830 Sheldon Road, Tampa, Florida 33626.

This statement is to acknowledge that, as indicated above, D&K LLC has appointed me, Daniel A. Bertoch, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of al 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.

Date: February 8th, 2007

Daniel A. Bertoch Registered Agent

The foregoing instrument was acknowledged before me this day of February, 2007, by Daniel A. Bertoch, agent on behalf of D&K LLC, a limited liability company, who is personally known to me or who produced as identification.

Notary Public

