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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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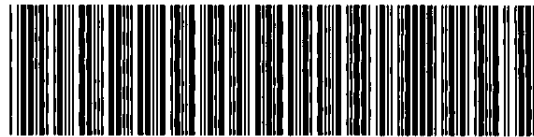
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2827-676

Office Use Only

EFFECTIVE DATE

4-20-07



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04/24/07--01035--002 **133.75

06/06/07--01026--005 **21.25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 APR 24 PM 12:57

FILED

MADDEN and BREGOFF, PLC
Attorneys and Counselors at Law

John W. Madden
Keith Bregoff

789 South Federal Highway
Suite 308
Stuart, Florida 34994

Tel: (772) 220-3076
Fax: (772) 220-3767

June 4, 2007

Deborah Bruce
Bureau of Corporate Records
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

FILED
07 APR 24 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: **H & D AIR, LLC, a Limited Liability Company**

Dear Ms. Bruce,

Enclosed please find a check in the amount of Twenty One Dollars and Twenty-Five Cents (\$21.25) to supplement the previous check that we had sent in the amount of One Hundred Thirty-Three Dollars and Seventy-Five Cents (\$133.75).

Please call our office if you have any questions or concerns.

Sincerely,



Pamela Martin
Legal Assistant to John Madden, Esq.

/pnm
enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 24, 2007

MADDEN AND BREGOFF, PLC
789 SOUTH FEDERAL HWY, SUITE 308
STUART, FL 34994

SUBJECT: H & D AIR, LLC
Ref. Number: W07000019766

FILED
07 APR 24 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for H & D AIR, LLC and your check(s) totaling \$133.75. However, the document has not been filed and is being retained in this office for the following:

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$21.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Document Specialist

Letter Number: 607A00027698

C!

MADDEN and BREGOFF, PLC
Attorneys and Counselors at Law

John W. Madden
Keith Bregoff

789 South Federal Highway
Suite 308
Stuart, Florida 34994

Tel: (772) 220-3076
Fax: (772) 220-3767

April 20, 2007

Bureau of Corporate Records
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

FILED
07 APR 24 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: H & D AIR, LLC, a Limited Liability Company

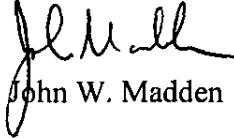
Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Organization of H & D Air, LLC, which includes the Statement Accepting Appointment of Registered Agent, and our check in the amount of One Hundred Thirty Three Dollars and Seventy Five Cents (\$133.75), representing payment as follows:

Filing Fee	\$100.00
Registered Agent's Fee	25.00
Certified Copy of Charter	<u>8.75</u>
TOTAL	\$ 133.75

Once these Articles of Organization have been approved and filed by your office, please forward a certified copy of the charter to the undersigned using the additional copy enclosed herewith. Thank you.

Sincerely,


John W. Madden

JWM:pnm
enclosures

**ARTICLES OF ORGANIZATION
OF
H & D AIR, LLC
a LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I
Name**

The name of the Limited Liability Company is: H & D AIR, LLC.

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is: 4325 Country Place Road, Palm City, Florida 34990.

**Article III
Registered Agent, and Registered Office**

The name and the Florida street address of the initial registered agent is: John W. Madden, Esq., 789 South Federal Highway, Suite 308, Stuart, Florida, 34994.

**Article IV
Transferability of Membership Interests:**

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of the profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

**Article V
Management**

The Limited Liability Company is to be managed by a manager or managers and is, therefore, a manager-managed company. The name and address of the Managers are: Harold Wagner, Sr., 4325 Country Place Road, Palm City, Florida 34990; and, David Wagner, 4325 Country Place Road, Palm City, Florida 34990.

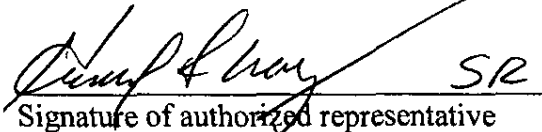
EFFECTIVE DATE 4-20-07

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07 APR 24 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VI
Company's Existence

The Company's existence shall begin effective as of April 20, 2007.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 20th day of April, 2007.


Signature of authorized representative

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

Harold Wagner Sr.
Typed or printed name of signee

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

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


Signature of Registered Agent

John W. Madden, printed name

Dated: April

FILED
02 APR 24 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA