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EXAMINER

CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL 32301 222-1173 FILING COVER SHEET ACCT. #FCA-14 **CONTACT: ASHLEY SMITH** DATE: 03-19-2008 **REF. #:** 001646.83520 CORP. NAME: D & D REALTY, LLC ( ) ARTICLES OF INCORPORATION ( ) ARTICLES OF AMENDMENT ( ) ARTICLES OF DISSOLUTION ( ) FICTITIOUS NAME ( ) TRADEMARK/SERVICE MARK ( ) ANNUAL REPORT (XX) LIMITED LIABILITY ( ) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP ( ) WITHDRAWAL ( ) REINSTATEMENT ( ) MERGER ( ) CERTIFICATE OF CANCELLATION ( ) OTHER: STATE FEES PREPAID WITH CHECK# \_\_\_\_\_ FOR \$ 125.00 **AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:** COST LIMIT: \$\_\_\_\_\_ PLEASE RETURN: (XX) PLAIN STAMPED COPY ( ) CERTIFIED COPY ( ) CERTIFICATE OF GOOD STANDING ( ) CERTIFICATE OF STATUS

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#### FLORIDA DEPARTMENT OF STATE Division of Corporations

March 20, 2008

ASHLEY SMITH CORPDIRECT AGENTS TALLAHASSEE, FL

SUBJECT: D & D REALTY, LLC Ref. Number: W08000014581 \* Please use original submission date

as the file date \*

We have received your document for D & D REALTY, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$125.00 payment.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

#### Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6914.

Buck Kohr Regulatory Specialist II

Letter Number: 008A00016728

### ARTICLES OF ORGANIZATION OF

D & D Management and Investment, LLC A Florida Limited Liability Company

#### **ARTICLE I - Name**

The name of the limited liability company is **D & D Management and Investment, LLC** (the "Company").

#### **ARTICLE II - Principal Office**

The mailing address and street address of the principal office of the Company is 401 E. Las Olas Blvd., Suite 1650, Fort Lauderdale, Florida 33301.

#### **ARTICLE III - Duration**

The period of duration for the Company shall be perpetual.

#### **ARTICLE IV - Management**

The Company is to be member managed and the name and address of the initial manager is:

#### DOMENICK TONACCHIO 615 Baltic Street Brooklyn, New York 11217

#### **ARTICLE V - Admission of Additional Members**

The limited liability company shall have at least one (1) member. The limited liability company may admit additional members in accordance with the provisions of the operating agreement of the company.

#### **ARTICLE VI - Members' Rights to Continue Business**

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

ARTHUR C. NEWIRTH, ESQ., Authorized Representative

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is **D & D Management and Investment, LLC.**
- 2. The name and Florida street address of the limited liability company's registered agent is Arthur C. Neiwirth, Esq., 401 E. Las Olas Blvd., Suite 1650, Fort Lauderdale, Florida 33301.

Having been named as registered agent and to accept service of process for the abovestated limited liability company at the place designated by this certificate, the undersigned hereby accepts the 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 is familiar with the obligations of its position as a registered agent.

ARTHUR C. NEIWIRTH, ESQ., Registered Agent