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TALLAHASSEE, FIORBIA

09/11/09--01020--016 **125.00

WOLFMAN & WOLFMAN P.A.

STANLEY WOLFMAN DAVID J. WOLFMAN ROFESSIONAL ASSOCIATION

Phone: (321) 259-4293 Fax: (321) 259-6984

September 9, 2009

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: RMD USA, LLC

Dear Sir or Madam:

Enclosed, please find an original and one copy of the Articles of Organization for the above referenced corporation, together with our check in the amount of \$125.00.

A self-addressed stamped envelope has been provided for your convenience for the return of the recorded Articles.

Thank you for your cooperation in this matter.

Very Truly Yours,

David J. Wolfman

Attorney

Wolfman, P.A.

DJW/st

Enclosure as stated.

ARTICLES OF ORGANIZATION

OF

RMD USA LLC

THE UNDERSIGNED, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be RMD USA LLC, (hereinafter called "Company"). The principal place of business of the Company in Florida shall be in Brevard County.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company shall exist, until the Company is dissolved as provided in these Articles of Organization.

ARTICLE III - ADDRESS

The mailing address and street address of the Company's principal office are:

Mailing Address:

Office Address:

265 Lansing Island Drive Indian Harbor Beach, FL 32937 265 Lansing Island Drive Indian Harbor Beach, FL 32937

ARTICLE IV - PURPOSES AND POWER

The general purpose for which the Company is organized is to: design, construct, own, use, buy, sell, lease, hire, deal in and with articles of property of all kinds, render services of all kinds, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida and principal office is:

Richard P. Love, Jr. 265 Lansing Island Drive, Indian Harbor Beach, FL 32937

ARTICLE VI - CAPITAL CONTRIBUTIONS

The members of the Company initially shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members.

A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the members proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the

affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of each managing partner of the Company is:

Richard P. Love, Jr. 265 Lansing Island Drive, Indian Harbor Beach, FL 32937

IN WITNESS WHEREOF, the undersigned organizer as an authorized representative of all of the members has made and subscribed these Articles of Organization at Merritt Island, Florida, for the foregoing uses and purpose, this day of September, 2009.

Organizer, Richard P. Love, Jr.

STATE OF FLORIDA COUNTY OF BREVARD

Before me personally appeared the above named organizer, to me well known to be the organizer of the above limited liability company and who subscribed the above Articles of Organization, and she each freely and voluntarily acknowledged before me according to law that she makes the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this _____ day of September, 2009.



Notary Public
Printed Name STACH TALLS
My Commission Expires: 4/27/200



CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES, SECTION 608.415 or 608.507, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: RMD USA LLC
- 2. The name and address of the registered agent and office is:

RICHARD P. LOVE, JR.

265 Lansing Island Drive Indian Harbor Beach, FL 32937

Having been named as registered agent and to accept service of process of 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 the obligations of my position as registered agent.

Richard P. Love Ir

Date

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members, or authorized representative of a member, RMD USA, LLC., deposes and says:

- 1. The above named limited liability company has at least two members;
- 2. The total amount of cash contributed by each member is \$75,000.00;
- 3. If any, the agreed value of property other than cash contributed by each member is \$0.00; and
- 4. The total amount of cash or property anticipated to be contributed by each member is \$75,000.00. This total includes amounts from numbers 2 and 3 above.

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

Richard P. Love 1r. an authorized representative of all the members

SECRETARY OF STATE

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EXHIBIT "A"

CAPITAL CONTRIBUTIONS BY MEMBERS

ORGANIZER	CONTRIBUTION
Richard P. Love, Jr.	\$75,000.00
·	
Marguerite Love	\$75,000.00