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Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : SPIEGEL & UTRERA, P.A.
Account Number : FCA000000001
Phone : (305) 854-6000
Fax Number : (305) 860-2076

L. SELLERS

DEC 11 2009

EXAMINER

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: harryzafran@msn.com

FLORIDA/FOREIGN LIMITED LIABILITY CO.

D & O PHARMACHEM LLC

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Help

Affidavit of Harry Zafran, President
D & O PHARMACHEM INC. a Florida Corporation

State of Florida)
)ss
County of PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Harry Zafran who being first duly sworn, deposes and says:

- 1) That he is over the age of 18 years and a resident of Delray Beach, Florida.
- 2) That D & O PHARMACHEM INC, a Florida for Profit Corporation has been voluntarily dissolved.
- 3) That D & O PHARMACHEM INC, a Florida for Profit Corporation has no intention of revoking its dissolution of the Corporation which will be filed with the Florida Department of State on 12-10-09.
- 4) That the Corporation understands that the name of the Corporation is available for immediate use by any other Corporation.
- 5) That the Corporation has no known claims against it.

SWORN TO AND SUBSCRIBED before me on this December 10, 2009 by Harry Zafran, who is personally known to me or who has produced as identification a Florida Driver's License as identification and who did take an oath.


Harry Zafran, President of D & O PHARMACHEM
INC, a Florida Corporation

(Seal)


Notary Public, State of Florida at Large
Printed Name: SASHA MATHURA
My Commission Expires: _____



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ARTICLES OF ORGANIZATION

OF

D & O PHARMACHEM 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 1 - NAME

The name of the limited liability company shall be D & O PHARMACHEM LLC ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 16024 Double Eagle Trail, Delray Beach, Florida 33446 and the mailing address shall be the same.

ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the business of chemical trading 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.



SPIEGEL & UTRERA, P.A.

LAWYERS
www.amerilawyer.com

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ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Spiegel & Utrera, P.A., at 1840 Southwest 22nd Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent of this Company is Spiegel & Utrera, P.A., 1840 Southwest 22nd Street, 4th Floor, Miami, Florida 33145.

ARTICLE 7 - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). 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 member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 8 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, 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 one remaining member.



SPIEGEL & UTRERA, P.A.

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ARTICLE 9 - MANAGEMENT

The Company shall be managed by a manager or manager(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names of all such manager(s) who is/are to serve as manager(s) is/are:

Operating Manager: Harry Zafran

Secretary: Harry Zafran

whose mailing addresses shall be the same as the principal office of the Company.

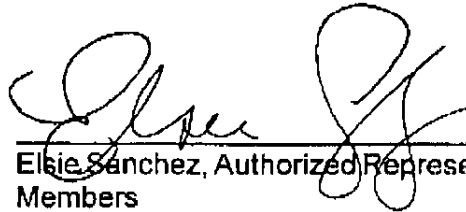


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IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purposes, this 10th day of December 2009.


Elsie Sanchez, Authorized Representative of the Members

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

Spiegel & Utrera, P.A.


By: Natalia Utrera
Natalia Utrera, Vice President



SPIEGEL & UTRERA, P.A.
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