

L11000039909

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(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

C. LEWIS

DEC 8 2011

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: DDI INTERNATIONAL BRASIL, LLC
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert M Gorlow

(Name of Person)

RMGA

(Firm/Company)

7485 Fairway Drive, Suite 430

(Address)

Miami Lakes, FL 33014

(City/State and Zip Code)

For further information concerning this matter, please call:

Robert M Gorlow

(Name of Person)

at (305) 556-4739

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ 30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☒ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

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

STREET/COURIER ADDRESS:

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

ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

FILED

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1. The name of a limited liability company is
DDI INTERNATIONAL BRASIL, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. The Articles of Organization were filed on **April 4, 2011** and assigned document number
L11000039909

3. The date the dissolution was approved: **December 5, 2011**

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section
608.441, Florida Statutes, (copy 608.441 on back cover letter).

Written consent of all members of DDI INTERNATIONAL BRASIL, LLC.

5. CHECK ONE:

- ☒ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

7. CHECK ONE:

- ☒ There are no suits pending against the company in any court.
-OR-
☐ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature

Printed Name

see attached

RMGA LLC

OMP, LLC

WLAI, LLC

STAACK, LLC

FILING FEE: \$25.00

AMENDMENT No 1: DISSOLUTION
LLC Operating Agreement – DDI INTERNATIONAL
BRASIL, LLC
ARTICLES OF DISSOLUTION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Whereas,

1. The effective date for DDI International Brasil, LLC, a Florida limited liability company ("Company") is April 1, 2011.
2. RMGA LLC, OMPIZZI LLC, WLAI LLC, and STAACK LLC are its members ("Members").
3. RMGA LLC is its registered agent and the registered office of the Company is located at 7485 Fairway Drive, Suite 430, Miami Lakes, FL 33014.
4. RMGA LLC has the right to manage the Company's business.
5. The Members of the Company wish to dissolve the Company effective August 1, 2011 based upon this written consent of all the Members of the LLC.

The Members acknowledge the truth and validity of the above statements and now:

1. **Dissolution:** The Members do hereby unanimously dissolve the Company as set forth herein.
2. **Obligations:** The Members assert, individually and jointly, that:
 - a. all debts, obligations, and liabilities of the Company have been paid or discharged;
 - b. the remaining property and assets have been distributed among its members in accordance with their respective rights and interests; and,
 - c. there are no suits pending against the company in any court.

Each Member agrees to accept the attached check for US funds as full and complete settlement of all past, present, and future claims each Member may have on the Company and on each other, both jointly and severally. Only RMGA LLC was in a position to obligate the Company. If it is subsequently found that a Member created an unsatisfied obligations of the Company ("Obligating Member"), that Member, and that Member alone, will be responsible for the unsatisfied obligation that it created and agrees to defend and hold harmless each of the other Members from any claim related to the obligation created by the Obligating Member.

3. **Hold Harmless:** Each Member holds all the other Members harmless going forward and releases each of the other Members from any claims it may have either past, present, or future regarding the Company.

Dated: Dec 5, 2011

DDI International Brasil, LLC, a Florida limited liability company

By: Robert M. Gorlow

RMGA LLC, Member and manager

Robert M Gorlow, sole owner of RMGA, LLC

Address: 7485 Fairway Drive, Suite 430
Miami Lakes, FL 33014

NOTARY PUBLIC-STATE OF FLORIDA
Mitchell Burr
Commission # DD812642
Expires: DEC. 03, 2012
Bonded Thru Atlantic Bonding Co., Inc.

Signed before me
by Robert Gorlow who
is personally known
12-5-11

By: _____

OMPIZZI LLC, Member

Olga M Pizzi, sole owner of OMPIZZI LLC

Address: _____

Notary Seal

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Notary Seal

FILED

By: _____

WLAI LLC, Member

William A Lai, sole owner of WLAI LLC

Address: _____

By: Jackson Staack

STACCK LLC, Member

Jackson Staack, sole owner of STAAACK LLC

Address: 940 LINCOLN ROAD, SUITE 201
MIAMI BEACH, FL 33139

Notary Seal

NOTARY PUBLIC-STATE OF FLORIDA
Antonio Torre
Commission # DD759440
Expires: MAR. 08, 2012
BONDED THRU ATLANTIC BONDING CO., INC.

Signed before me by Jackson Augusto Staack
(FL IDL # 5320-421-74-263-0) this 18th day of
October, 2011

Antonio Torre

3. **Hold Harmless:** Each Member holds all the other Members harmless going forward and releases each of the other Members from any claims it may have either past, present, or future regarding the Company.

Dated: _____

DDI International Brasil, LLC, a Florida limited liability company

By: _____

RMGA LLC, Member and manager

Robert M Gorlow, sole owner of RMGA, LLC

Address: 7485 Fairway Drive, Suite 430

Miami Lakes, FL 33014

By: _____

OMPIZZI LLC, Member

Olga M Pizzi, sole owner of OMPZZI LLC

Address: 888 BISCAYNE Blvd Suite 201
Miami, FL 33132

By: _____

WLAI LLC, Member

William A Lai, sole owner of WLAI LLC

Address: 888 BISCAYNE BLVD SUITE 201
MIAMI, FL 33132

By: _____

STACCK LLC, Member

Jackson Staack, sole owner of STAACK LLC

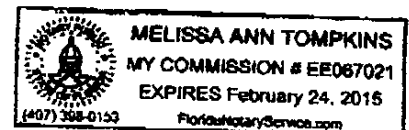
Address: _____

Notary Seal

Notary Seal



Melissa Ann Tompkins
MELISSA ANN TOMPKINS
Notary Seal



Melissa Ann Tompkins
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Notary Seal

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TALLAHASSEE, FLORIDA