

APR-25-2011 MON 11:40 AM ARTHUR R ROSENBERG P.A.

FAX NO. 904 772 4224

Division of Corporations

4/25/2011

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FLORIDA LIMITED LIABILITY CO.  
GDP'S VENTURES, LLC

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EXAMINER

H11000111429.3

**ARTICLES OF ORGANIZATION FOR  
GDP'S VENTURES, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute, Section 608.401 et. seq., entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

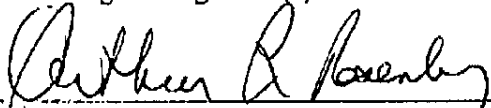
1. **NAME.** The name of this company shall be **GDP'S VENTURES, LLC.**
2. **ADDRESS OF COMPANY.** The mailing and street address of the principal office of the Company is 199 Main Street, Suite 205, White Plains, New York 10601.
3. **REGISTERED AGENT AND OFFICE.** The name and street address of the initial registered agent and his office are as follows: Arthur R. Rosenberg, at 6499 North Powerline Road, Suite 304, Fort Lauderdale, Florida 33309.
4. **MANAGEMENT OF THE COMPANY.** The business of the Company shall be member managed by Paul F. Guillaro, or such other members or manager as may be appointed by the members in accordance with the provisions of any Operating Agreement.
5. **MEMBERS.** The initial Members of the Company are Paul F. Guillaro and Patrick Donnelly or such other members as may be permitted to become a member after the date of formation.
6. **PURPOSE OF COMPANY.** The Company is being formed to engage in any activity or business permitted under the laws of the United States and of the State of Florida and such other states in which the Company may engage in business.
7. **REGULATIONS OF COMPANY.** The members may adopt such Regulations governing the operations, and management of the Company, the admission of new members, the transfer of a member's interest and the termination of member(s). The members shall have the power to adopt, alter, amend or repeal the regulations of the Company, unless vested in the Manager(s) of the company by these Articles or any amendments made hereto. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

Prepared by:  
Arthur R. Rosenberg (FBN 325805)  
6499 North Powerline Road Suite 304  
Fort Lauderdale, Florida 33309  
954-772-5151

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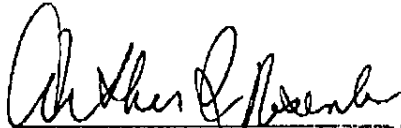
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IN WITNESS WHEREOF, the undersigned Organizer(s) have hereunto set their hands and seals this 25<sup>th</sup> day of April 2011.

  
[MEMBER OR AUTHORIZED REPRESENTATIVE]

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for the above stated Limited Liability Company, 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 and accept the obligations of my position as Registered Agent.

  
ARTHUR R. ROSENBERG

anVMe/gdp's ventures

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