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TALLAHASSEE, FLORIDA

D. BRUCE
APR 17 2012
EXAMINER

Burandt, Adamski & Feichthaler, P.L.
Attorneys and Counselors at Law

Robert C. Adamski
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April 10, 2012

Secretary of State
Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314

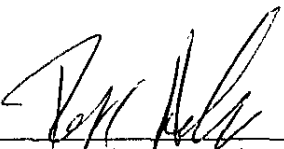
RE: Phoenix H&D, LLC

Dear Sirs:

Please accept the enclosed original and one copy of a Articles of Organization for filing.
Enclosed also is our check in the amount of \$125.00 to cover the cost of filing fee (100.00) and
Registered Agent Fee (\$25.00). Please return one copy.

Thank you for your help in this matter.

Very truly yours,



ROBERT C. ADAMSKI

RCA/djb
Enclosure

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TALLAHASSEE, FLORIDA

Phoenix H&D, LLC

ARTICLES OF ORGANIZATION

The undersigned certifies that the person or persons named herein have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida statutes Chapter 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Articles of Organization and authority for the conduct of business of the limited liability company.

ARTICLE I NAME

The name of this Limited Liability Company is **Phoenix H&D, LLC**.

ARTICLE II FORMATION

This Company is formed upon filing of these Articles of Organization with the Florida Department of State.

ARTICLE III PRINCIPAL PLACE OF BUSINESS

The street address of the principal office of this Company is **c/o James L. Blythe, 4727 Santa Monica Court, Cape Coral, Florida 33904**, and the Company shall have the power and authority to relocate the principal office within the State of Florida and to establish branch offices at any other place or places as the members may designate.

The mailing address of the Company is **c/o James L. Blythe, 4727 Santa Monica Court, Cape Coral, Florida 33904**.

ARTICLE IV DURATION

This limited liability company shall have perpetual existence until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE V MANAGEMENT

This limited liability company shall be a member-managed company.

ARTICLE VI ADMISSION OF MEMBERS

Members shall have the right to admit new members only by unanimous consent of the existing members. Contributions required of new members shall be determined as of the time of admission to the limited company.

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TALLAHASSEE, FLORIDA

A member's interest in the liability company may not be assigned, sold or otherwise transferred except under the terms of the Articles of Organization and the Operating Agreement of the Company.

ARTICLE VII BUSINESS CONTINUITY

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VIII PROFITS AND LOSSES

The sharing of profits and losses shall be in the manner provided by law and according to duly adopted Operating Agreement of the Company.

ARTICLE IX POWERS OF THE COMPANY

This Company shall have all powers allowed under Florida statutes, Chapter 608, and otherwise allowed by the laws of the State of Florida and the United States of America

This Company is further authorized to do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, goals, and interests of the Company.

ARTICLE X EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of the manager elected by the members holding at least a majority in interest of the limited liability company. These articles of organization may be amended only with the written consent of the members holding at least a majority in interest of the limited liability company.

These Articles of Organization may be amended only in writing. No oral amendments shall be valid and shall be void. Amendments to the Articles of Organization may be made by a majority of the Members holding an interest in the Company may not dilute the interest of any Member without his or her written consent to the specific terms of the transaction.

ARTICLE XI INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name of the company's initial registered agent at that address is **Robert C. Adamski**.

The address of the initial registered office of the limited liability company is **1714 Cape Coral Parkway East, Cape Coral, Florida 33904**.

EXECUTION OF ARTICLES

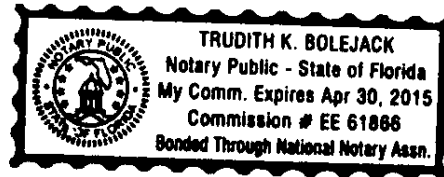
IN WITNESS WHEREOF, the undersigned, being a Member of this Limited Liability

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CLERK OF DISTRICT COURT
FLORIDA
TALLAHASSEE

Company, for the purpose of formation of the Company as herein provided under the laws of the State of Florida, does make, under the penalties of perjury, subscribe, acknowledge and file the foregoing Articles of Organization, hereby certifying the facts herein above to be true, all being done this 10 day of April, 2012.


James L. Blythe

STATE OF FLORIDA
COUNTY OF LEE

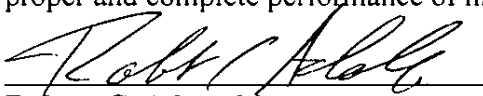


I HEREBY CERTIFY the foregoing instrument was acknowledged before me this 10 day of April, 2012 by James L. Blythe, who are personally known to me or who has produced MS Doc License as identification and who did (did not) take an oath.


Notary Public

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

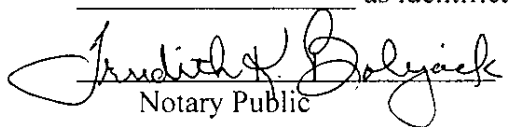
THE UNDERSIGNED, pursuant to Florida Statutes, having been named to act as Registered Agent of the limited liability company known as **Phoenix H&D, LLC** to accept service of process at **1714 Cape Coral Parkway East, Cape Coral, Florida 33904** does hereby accept the appointment as Registered Agent of said Company, and states that he is familiar with the obligations of the position, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties.


Robert C. Adamski

STATE OF FLORIDA
COUNTY OF LEE

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12 APR 16 PM 2:19
CLERK OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY the foregoing instrument was acknowledged before me this 10 day of April, 2012 by Robert C. Adamski, who are personally known to me or who has produced _____ as identification and who did (did not) take an oath.


Notary Public

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