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| (Re                                     | equestor's Name)   |             |  |  |
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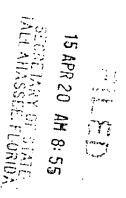




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## **COVER LETTER**

| TO:       | Registration Section Division of Corporations   |   |   |
|-----------|---|---|---|
| SUBJI     | ECT: <u>FLORIDA DISTRICT HOLDINGS</u><br>Name of Li   | SLLC<br>mited Liability Company   | · · · · · · · · · · · · · · · · · · ·   |
| The en    | closed Articles of Organization and fee(s) a  | are submitted for filing.   |   |
| Please    | return all correspondence concerning this n   | natter to the following:  |   |
|           | STUART THORN  |   |   |
|           |   | Name of Person  |   |
|           |   | Firm/Company  |   |
|           | 129 NW 13TH ST D-21   | Address   |   |
|           | BOCA RATON FL 33432   | City/State and Zip Code   |   |
| S         | THORN@STHORN.COM<br>E-mail address: (to be use  | ed for future annual report notifica  | ation)  |
| For fur   | ther information concerning this matter, ple  | ease call:  |   |
| STUA      | RT THORN at (  Name of Person   | 561 ) 395 3398<br>Area Code Daytime Te  | lephone Number  |
| Enclos    | ed is a check for the following amount:   |   |   |
| □ \$125.0 | 00 Filing Fee    ✓ \$130.00 Filing Fee & Certificate of Status                                    | \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)  | \$160.00 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 Adding Registration Section Division of Corporate Clifton Building 2661 Executive Center Adding 2661 Executive Center Registration Section 2661 Executive Center Registration Processing Section 1 | ions  |

Tallahassee, FL 32301

| "AMBR" = Authorized Member "MGR" = Manager AMBR and MGR Stuart 129 N   | nd Address: Thorn V13th St D-21 Raton FL 33432  |
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| AMBR and MGR Stuart 129 N  | V13th St D-21   |
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| Signature of a member or an author (In accordance with section 605.0203 (1) (b), Floronstitutes an affirmation under the penalties of  | prized representative of a member.  perized Statutes, the execution of this document originary that the facts stated herein are true on a document to the Department of State                               |
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## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

| ARTICLE I - Name: The name of the Limited Liability Company is:  |   |
|--|---|
| FLORIDA DISTRICT HOLDINGS LLC (Must end with the words "Limit  | ed Liability Company, "L.L.C.," or "LLC.")                      |
| ARTICLE II - Address:  |   |
| The mailing address and street address of the principal  | office of the Limited Liability Company is:                     |
| Principal Office Address:  | Mailing Address:  |
| 129 NW 13TH ST D-21  | 129 NW 13TH ST D-21   |
| BOCA RATON FL33432   | BOCA RATON FL33432  |
| ARTICLE III - Registered Agent, Registered Office<br>(The Limited Liability Company cannot serve as its own another business entity with an active Florida registral). The name and the Florida street address of the register | vn Registered Agent. You must designate an individual or tion.) |
| -  |   |
| STUART THORN Name Name Name Name Name Name Name Nam  | ne  |
| 100 NIW 10TH OT D 01   |   |
| 129 NW 13TH ST D-21<br>Florida street address (P.O. B  | ox NOT acceptable)  |
| BOCA RATON   | FL 33432  |
| City   | Zip   |
| the place designated in this certificate, I hereby acc<br>capacity. I further agree to comply with the provision<br>of my duties, and I am familiar with and accept the  | (UED)   |