# L460000001290 TRANSMITTAL LETTER FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT: SDK HOLDINGS, L.L.C.

Dear Sir/Madam:

000002025010--6 -12/10/96--01192--001 \*\*\*\*285.00 \*\*\*\*285.00

Enclosed for filing is an original and one (1) copy of:

- 1. the articles of organization for the referenced limited liability company.
- 2. Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00

Filing fee for Articles of Organization and Affidavit

\$ 35.00

Designation of Registered Agent

Please send a letter of acknowledgement upon filing.

Thank you for your assistance. If you have any questions, please contact our office

Very truly yours,

MITCHELL T. McRAE, P.A.

D...

Mitchell T. McRae

MITCHELL T. MCRAE, P.A. ONE BOCA PLACE 2255 GLADES ROAD - SUITE 405-EAST BOCA RATON, FLORIDA 33431 (561)241-6600

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## FILED 96 DEC 10 PM 4:23 TALLAHASSEE, FLORIDA

### ARTICLES OF ORGANIZATION FOR

#### FLORIDA LIMITED LIABILITY COMPANY

#### **ARTICLE 1 - NAME**

The name of this limited liability company is:

SDK HOLDINGS, L.L.C.

#### **ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the limited liability company is:

240 West Palmetto Park Road, Suite 300 Boca Raton, Florida 33432

#### **ARTICLE III - DURATION:**

The period of duration for the limited liability company shall be perpetual.

#### ARTICLE IV - MANAGEMENT:

The limited liability company is to be managed by the members and the name and address of the managing member is Jerry Schiff, 5551 Pinedale Avenue, Cote St. Luc, Quebec, Canada H4V2X8.

#### ARTICLE V - COMMENCEMENT

This limited liability company shall commence its existence upon the date of filing with the Secretary of State.

#### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized agent of a member of SDK HOLDINGS, L.L.C. deposes and says:

1)	the above named limited liability company has at least two men	nbers;
2)	the total amount of eash contributed by the members is:	\$0.00
3)	if any, the agreed value of property other than cash contributed by the members is:	\$0.00
4)	the amount of cash or property anticipated to be contributed by members is:  Jerry Schiff, Member	\$1,000.00
STATE OF	FLORIDA )	
COUNTY O	F PALM BEACH )	
in the state a to me known and he ackno (X) who has	REBY CERTIFY that on this day before me, the undersigned office and county aforesaid to take acknowledgements, personally appear and known to me to be the person described in and who execute whedged before me that he executed the same, who is personal produced as identification and who (X), and who executed the foregoing.	red Jerry Schiff, d the foregoing, ly known to me,
swo	RN TO and subscribed before me this	er, 1996.
(SEAL)	Notary Public, State of Florida	

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is SDK HOLDINGS, L.L.C.
- 2. The name and address of the registered agent and office is:

Michael Daszkal, CPA
Daszkal, Bolton and Manela
240 West Palmetto Park Road, Suite 300
Boca Raton, Florida 33432

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.

Thishood Pasakal
Michael Daszkal

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, the undersigned officer duly authorized in the state and county aforesaid to take acknowledgements, personally appeared Michael Daszkal, to me known and known to me to be the person described in and who executed the foregoing, and he acknowledged before me that he executed the same.

() who is personally known to me, (v) who has produced <u>FL D240549 62305</u> as identification and who (v) did () did not take an oath, and who executed the foregoing.

SWORN and subscribed before me this 26th day of November, 1996.

Notary Public, State of Florida

(SEAL)