

L990000002162

THOMAS M. EGAN

CHARTERED

LAWYER

915 S.E. 17TH STREET
OCALA, FLORIDA 34471

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. B. D. South, L.C.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. 00789-00584-00671 W99-6873
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-03216/99-01083-013
****337.50 ****337.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

<input type="checkbox"/>	Name Availability
<input type="checkbox"/>	Document Examiner
<input type="checkbox"/>	Updater
<input type="checkbox"/>	Updater Verifier
<input type="checkbox"/>	Acknowledgement
<input type="checkbox"/>	W. P. Verifier

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DIVISION OF CORPORATIONS
99 APR 15 PM 2:03



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 2, 1999

THOMAS M. EGAN
915 S.E. 17TH STREET
OCALA, FL 34471

SUBJECT: R.D. SOUTH, L.C.
Ref. Number: W99000006873

We have received your document for R.D. SOUTH, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The resubmitted document is a copy. Original signatures are required for filing this document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 999A00016874

ARTICLES OF ORGANIZATION
OF
R.D. SOUTH, L.C.

WE, the undersigned, do hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit., We further declare that the following Articles shall be the Charter and authority for the conduct of business of said limited liability company.

ARTICLE I

NAME

The name of this limited liability company shall be R. D. SOUTH, L.C. and its principal place of business shall be in the City of Ocala, County of Marion, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted in which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida and the powers of said limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things hereinbefore set forth to the same extent as a natural person might or could do.

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3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to provisions of this certificate; and to hold, utilize, or in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, rescind any of such contracts.

5. To exercise all or any of the limited liability company powers and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement to develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprises in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

CAPITAL CONTRIBUTIONS

Capital contributions shall be paid to the limited liability company by the members as follows:

HERBERT RATET	\$15,000.00
LEONARD DENERSTEIN	\$ 5,000.00

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make future contributions as determined by unanimous consent of the members.

ARTICLE IV

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the MEMBERS of this limited liability company.

This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE V

EXISTENCE

This limited liability company shall exist until March 1, 2029, or until dissolved in a manner provided by law, or as provided in the Regulations adopted by the members.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located in the City of Ocala, County of Marion, State of Florida, and the post office address of said principal office of the company shall be 2603 SW 152 Lane, Ocala, Florida 34473.

ARTICLE VII

MEMBERS

The members of this limited liability company are as follows:

HERBERT RATET	82 Ogden Ave., White Plains, NY 10605
LEONARD DENERSTEIN	2603 SW 152 Lane, Ocala, FL 34473

Management of the limited liability company shall be reserved to the Members as stated in Article

IV above.

ARTICLE VIII

INITIAL REGISTERED OFFICE

The street address of the initial registered office is 2603 SW 152 Lane, Ocala, FL 34473, and the name of the initial registered agent at that office is Leonard Denerstein.

ARTICLE IX

RESTRICTIONS ON MEMBERSHIP

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

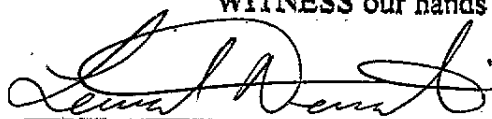
A member's interest in the limited liability company may not be sold, transferred, encumbered, pledged, or otherwise alienated except with unanimous written consent of members.

Upon 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 Company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members, subject to restrictions set forth in the Regulations and Member Agreement.

ARTICLE X

WE, the undersigned, being the original members of the foregoing limited liability company, do hereby certify that the foregoing constitutes the proposed Articles of Organization of R. D. SOUTH, L.C.

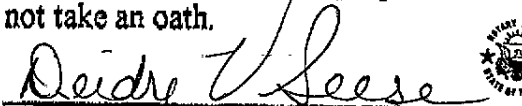
WITNESS our hands and Seals this ____ day of March, 1999.


LEONARD DENERSTEIN


HERBERT RATET

STATE OF FLORIDA
COUNTY OF MARION

Before me this day personally appeared Leonard Denerstein, who produced FLDRLIC for identification and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes therein expressed, this 17th day of March, 1999, and he did not take an oath.


Notary Public



Deidre V Seese
My Commission CC728607
Expires March 29, 2002

ROBERTA S. COHEN
Notary Public, State of New York
No. 4798341
Qualified in Rockland County
Commission Expires March 30, 19__

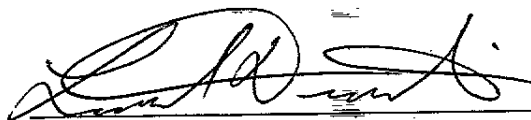
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 608.407(d), Florida Statutes, the following is submitted,
in compliance with said Act:

First — That R.D. South, L.C., desiring to organize under the laws of the State of
Florida with its principal office, as indicated in the articles of organization at City of Ocala,
County of Marion, State of Florida, has named Leonard Denerstein located at 2603 SW 152
Lane, Ocala, County of Marion, State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated limited
liability company, at place designated in this certificate, I hereby accept to act in this capacity, and
agree to comply with the provision of said Act relative to keeping open said office.



Leonard Denerstein
Registered Agent

PROCESS MAY BE SERVED.

In pursuance of Chapter 608.407(d), Florida Statutes, the following is submitted,
in compliance with said Act:

First -- That R.D. South, L.C., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of organization at City of Ocala, County of Marion, State of Florida, has named Leonard Denerstein located at 2603 SW 152 Lane, Ocala, County of Marion, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated limited liability company, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Leonard Denerstein
Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CAPITAL CONTRIBUTIONS
IN ACCORDANCE WITH FLORIDA STATUTES SECTION 608.407(2)**

**STATE OF FLORIDA
COUNTY OF MARION**

Before me, the undersigned authority, personally appeared Herbert Ratet and Leonard Denerstein, who being first duly sworn, depose and say:

1. They are all of the members of R.D. SOUTH, L.C., a Florida Limited Liability Company.
2. The company has two members, to wit: Herbert Ratet and Leonard Denerstein.
3. The following amounts of cash have been contributed to the limited liability company by the members:

Herbert Ratet	\$15,000.00
Leonard Denerstein	\$ 5,000.00

No property other than cash has been or will be contributed by the members. Additional cash contributions are not anticipated, but can be required by unanimous consent of the members.

4. They have personal knowledge of the matters set forth herein. This affidavit is given pursuant to F.S. 608.407 (2).

Further Affiants Sayeth Naught.


HERBERT RATET


LEONARD DENERSTEIN

**STATE OF FLORIDA
COUNTY OF MARION**

Before me this day personally appeared Leonard Denerstein, who produced FLDLIC for identification and who executed the foregoing instrument, and acknowledged before me that he

executed the same for the purposes therein expressed, this 11th day of March, 1999, and he did not take an oath.

[Signature]
Notary Public

My Commission Expires:

[Signature]
Notary Public



Deldre V Seese

My Commission CC728607

Expires March 29, 2002

STATE OF New York
COUNTY OF Putnam

ROBERTA S. COHEN
Notary Public, State of New York
No. 4783341
Qualified in Rockland County
Commission Expires March 30, 1999
7/31/99

Before me this day personally appeared Herbert Ratet, who produced _____ for identification and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes therein expressed, this ____ day of March, 1999, and he did not take an oath.

[Signature]
Notary Public

My Commission Expires:

ROBERTA S. COHEN
Notary Public, State of New York
No. 4783341
Qualified in Rockland County
Commission Expires March 30, 1999
7/31/99