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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**BARRON, REDDING, HUGHES,
FITE, SANBORN & KIEHN, P.A.**

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850 785-7454
FAX 850 785-2999

November 10, 2009

Federal Express

Department of State
Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: Registration of Foreign Limited Liability Company
D3, LLC, an Alabama limited liability company

Dear Clerk:

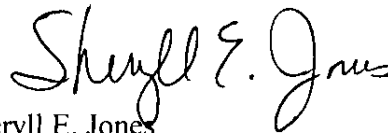
Enclosed please find the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent/Registered Office;
3. State of Alabama, Certificate of Status for D3, LLC; and
4. Check made payable to the Florida Secretary of State, in the amount of \$130.00, which represents the filing fee for the application, fee for registered agent, and the issuance of a certificate of status upon filing of the application.

If you have any questions or comments, please do not hesitate to call me at the above phone number. Thank you for your assistance.

Very truly yours,

BARRON, REDDING, HUGHES,
FITE, SANBORN & KIEHN, P.A.

A handwritten signature in cursive script that reads "Sheryll E. Jones". The signature is written in black ink and is positioned above the printed name.

Sheryll E. Jones
Paralegal to Roland W. Kiehn

/sej
enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 13, 2009

BARRON, REDDING, HUGHES, FITE, SANBORN & KIEHN, P.A.
P.O. BOX 2467
PANAMA CITY, FL 32402-2467

SUBJECT: D3, LLC
Ref. Number: W09000050304

We have received your document for D3, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

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) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 409A00035587

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. D3, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

D Third, LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Alabama 3. Applied For
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. September 30, 2009 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 250 Washington Street, Prattville, Alabama 36067
(Street Address of Principal Office)

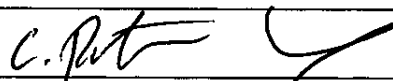
8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:
Patrick Cox, Sole MGRM,
250 Washington Street, Prattville, Alabama 36067

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TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Real Estate


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
C. Patrick Cox
Typed or printed name of signee

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

D3, LLC

If unavailable, the alternate to be used in the state of Florida is:

D Third, LLC

2. The name and the Florida street address of the registered agent and office are:

Roland Kiehn

(Name)

220 McKenzie Avenue

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Panama City FL 32401

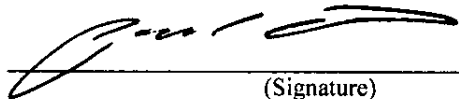
City/State/Zip

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TALLAHASSEE, FLORIDA

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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 as provided for in Chapter 608, Florida Statutes.



(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that D3, LLC organized in the office of the Judge of Probate of Autauga County on September 30, 2009. I further certify that the records do not disclose that said D3, LLC has been dissolved.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

October 27, 2009

Date

Beth Chapman

Beth Chapman

Secretary of State

