

413000141484

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

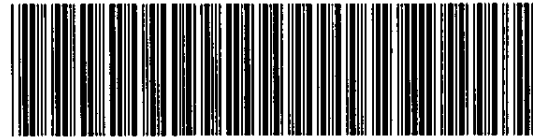
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FEB 25 2015
J. BRUCE



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 29, 2015

ANTHONY C. HEVIA, ESQ.
TRUJILLO VARGAS ORTIZ & GONZALEZ, LLLP
815 PONCE DE LEON BLVD, THIRD FLOOR
CORAL GABLES, FL 33134

SUBJECT: DUKE & CO, LLC
Ref. Number: L13000141484

We have received your document for DUKE & CO, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of an interest exchange, pursuant to s.605.0212(11), Florida Statutes, each party to the interest exchange must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the interest exchange is submitted for filing.

The articles of Interest Exchange must be signed by each party to the Interest Exchange.

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) 245-6051.

Deborah Bruce
Regulatory Specialist II

Letter Number: 615A00001865

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FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Duke & Co. LLC.
Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Articles of Interest Exchange and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Anthony C. Hevia, Esq.
Name of Person

Trujillo Vargas Ortiz & Gonzalez, LLP.
Firm/Company

815 Ponce De Leon Blvd, Third Floor
Address

Coral Gables, Florida 33134
City/State and Zip Code

AHevia@trujillovargas.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Anthony Hevia at (305) 631 2528
Name of Person Area Code Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Important Notice: If the interest exchange involves a limited liability company, as a condition of the interest exchange pursuant to s. 605.0212 (11), F.S. each party to the interest exchange must be active and current through December 31 of the calendar year the interest exchange being submitted to the Department of State for filing.

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TALLAHASSEE FLORIDA

ARTICLES OF INTEREST EXCHANGE

Pursuant to section 605.1035, Florida Statutes, I hereby submit the following Articles of Interest Exchange:

FIRST: The name of the acquired limited liability company is: @@ Duke & Co, LLC.

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SECOND: The name of the acquiring entity is: 222 Marketing LLC.

The jurisdiction of formation of the acquiring entity is: Florida

The document number of the acquiring entity is: L 14000133706

The acquiring entity is a: LLC
(entity type: corp, llc, lp etc.)

THIRD: The plan of interest exchange was approved by the acquired limited liability entity in accordance with the provisions of ss. 605.1031-605.1036 and by each member of such limited liability company who, as a result of the interest exchange, will have interest holder liability under s. 605.1033(1)(b) and whose approval is required.

FOURTH: The amendments, if any, to the acquired limited liability company's public organic record approved as part of the plan of interest exchange are attached.

FIFTH: The plan of interest exchange was approved by each acquiring entity that is a party to the interest exchange in accordance with the organic laws in its jurisdiction of formation, or
 The plan of interest exchange approval was not required, a statement to that effect.

SIXTH: The acquiring entity has agreed to pay to any members of the acquired entity with appraisal rights, the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072.

SEVENTH: The effective date of the interest exchange, if the effective date of the interest exchange is not the same as the date of filing of the articles of interest exchange, subject to the limitations in s. 605.0207 is

(Effective date cannot be prior to the date of filing or more than 90 days after the date of filing)

[Signature]
Signature of Authorized person

Eric Earl
Typed or printed name of signature

[Signature]
Signature of Authorized person

Typed or printed name of signature

Filing Fee: \$25.00
Certified copy: \$30.00 (optional)

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