

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L10000086888
FILED 8:00 AM
August 18, 2010
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

MCN HOLDINGS , LLC

Article II

The street address of the principal office of the Limited Liability Company is:

3301 PONCE DE LEON BLVD
SUITE 200
CORAL GABLES, FL. US 33134

The mailing address of the Limited Liability Company is:

3301 PONCE DE LEON BLVD
SUITE 200
CORAL GABLES, FL. 33134

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

DIFALCO & FERNANDEZ, LLLP
3301 PONCE DE LEON
SUIITE 200
CORAL GABLES, FL. 33134

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.

Registered Agent Signature: FEDERICO E. FERNANDEZ, ESQ.

Article V

The name and address of managing members/managers are:

Title: MGRM
MEDICAL CANNABIS NETWORK, INC.
3301 PONCE DE LEON BLVD. SUITE 200
CORAL GABLES, FL. 33134 US

Title: MGR
JASON DRAIZIN
C/O D&F, 3301 PONCE DE LEON BLVD, SUITE 200
CORAL GABLES, FL. 33134 US

Title: MGR
CHRISTOPHE L DIFALCO
3301 PONCE DE LEON BLVD. SUITE 200
CORAL GABLES, FL. 33134 US

Article VI

The effective date for this Limited Liability Company shall be:

08/18/2010

Signature of member or an authorized representative of a member

Signature: CHRISTOPHE L. DIFALCO

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