

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

**L17000246945
FILED 8:00 AM
December 01, 2017
Sec. Of State
cmwood**

Article I

The name of the Limited Liability Company is:

BOCA BIT MINING LLC

Article II

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

820 MORNINGSIDE DRIVE
BOCA RATON, FL. 33487

The mailing address of the Limited Liability Company is:

267 OSPREY HAMMOCK TRAIL
SANFORD, FL. 32771

Article III

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

RICHARD M PROODIAN
267 OSPREY HAMMOCK TRAIL
SANFORD, FL. 32771

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: RICHARD M PROODIAN

Article IV

The name and address of person(s) authorized to manage LLC:

Title: MGR
MARK W HUGHES
820 MORNINGSIDE DRIVE
BOCA RATON, FL. 33487

Title: MGR
RICHARD M PROODIAN
267 OSPREY HAMMOCK TRAIL
SANFORD, FL. 32771

Title: AP
W-TWELVE LLC
820 MORNINGSIDE DRIVE
BOCA RATON, FL. 33487

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Article V

The effective date for this Limited Liability Company shall be:

12/15/2017

Signature of member or an authorized representative

Electronic Signature: RICHARD M PROODIAN

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.