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To:
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Fax Number : (850) 922-4003

From:
Account Name : PARCORP SERVICES, LTD.
Account Number : I19990000011
Phone : (727) 320-9848
Fax Number : (727) 320-9648

LIMITED LIABILITY COMPANY

180 DEGREES CONSULTING LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$293.75

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**STATE OF FLORIDA
ARTICLES OF ORGANIZATION OF
180 DEGREES CONSULTING LLC**

Pursuant to s. 608.407, Florida Statutes.

ARTICLE I - Name:

The name of the Limited Liability Company is: **180 DEGREES CONSULTING LLC**

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
18495 S. DIXIE HIGHWAY, SUITE 245, MIAMI, FLORIDA 33157-6817

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be: **Perpetual**

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as managers are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

ROBERT M. ZWEIG, 18495 S. DIXIE HIGHWAY, SUITE 245, MIAMI, FLORIDA 33157-6817

BRIAN S. ZWEIG, 2 BRIDLE COURT, EAST GREENBUSH, NEW YORK 12061

ARTICLE V - Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

The existing members of this LLC must approve the admission of new members by a unanimous vote. Upon such approval, new members shall be accorded all rights associated with membership in this LLC

Preparer Info:

**Parcorp Services, Ltd. / Michael J. Jagoda
10460 Roosevelt Blvd., Suite 284
St. Petersburg, FL 33716
Phone: 727-576-6764**

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ARTICLE VI - Purpose

This Limited Liability Company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation. And will have all rights to establish and conduct business from offices in countries outside of the United States for the benefit of the business as the members see fit.

ARTICLE VII - Members Rights to Continue Business

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

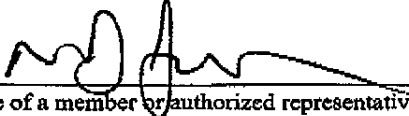
The unanimous approval of the remaining members of the LLC is required to continue the business of the LLC upon death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any event that terminates the continued membership of a member in this limited liability company.

ARTICLE VIII - Affidavit of Membership Contributions

The undersigned member or authorized representative of a member of 180 DEGREES CONSULTING LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1000.00;
- 3) if any, the agreed value of property other than cash contributed and anticipated to be contributed by member(s) is \$ 0; (a description of the property is attached and made part hereto); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 1000.00.

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Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury the facts stated herein are true.)

Michael J. Jagoda

Typed or Printed name of signer
Filing Fee: \$250.00 for Articles and Affidavit

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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: **180 DEGREES CONSULTING LLC**
- 2. The name of the Florida street address of the registered agent are:


NRAI SERVICES, INC.
Name

526 E. PARK AVENUE
Florida street address (P.O. Box NOT ACCEPTABLE)

TALLAHASSEE, FLORIDA 32301
City, State and Zip

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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.



Michael J. Jagoda, Special Assistant Secretary
for NRAI Services, Inc.

Filing Fee: \$ 35 for Designation of Registered Agent

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