

L000000001272

BERKOWITZ DICK POLLACK & BRANT
CERTIFIED PUBLIC ACCOUNTANTS, LLP

ONE SOUTHEAST THIRD AVENUE

FIFTEENTH FLOOR

MIAMI, FLORIDA 33131

305-379-7000

FAX: 305-379-8200

800-999-1272

January 28, 2000

300003116533--2--
-01/31/00-01112-019
****155.00 ****155.00

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Paradigm Financial Group, LLC

Dear Sir or Madam:

Enclosed are the fully executed Articles of Organization for Paradigm Financial Group, LLC with our check in the amount of \$155.00. Please return a certified copy of this document to the Registered Agent at the above address. Thank you for your prompt attention to this matter.

Very truly yours,

Terrence A. Schultz

TERRENCE A. SCHULTZ
FOR THE FIRM

SECRETARY OF STATE
TALLAHASSEE FLORIDA

00 JAN 31 PM 12:46

FILED
2/3

TAS:cr
Enclosure

Via Federal Express

ARTICLES OF ORGANIZATION
OF
PARADIGM FINANCIAL GROUP LLC

WE, the organizers hereto, do hereby execute these Articles of Organization of **PARADIGM FINANCIAL GROUP LLC**, a limited liability company, organized under and pursuant to the provisions of Chapter 608, Florida Statutes, 2007.

ARTICLE I. - NAME

The name of the limited liability company is

PARADIGM FINANCIAL GROUP LLC

ARTICLE II. - EXISTENCE

This limited liability company shall exist from the date of the filing of these Articles of Organization with the Department of State, Tallahassee, Florida or such other offices thereof, authorized to accept same, and for a maximum period of ninety (90) years from the date of the filing hereof, unless otherwise terminated prior thereto in accordance with law.

ARTICLE III -PURPOSE OF ORGANIZATION

The company is organized to provide to its clients investment and financial advice, financial planning, estate planning, access to appropriate insurance policies and other investment vehicles to meet the specific needs of the clients, to buy, sell, acquire,

FILED
JAN 31 PM 12:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

own, operate, develop, rent or in any other manner deal in any type or kind of property, real or personal wheresoever located, and for any and all other acts or purposes permitted under Section 608.404 Florida Statutes 1999 and/or any and all other applicable or governing laws of the State of Florida, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by law, rule or regulation.

ARTICLE IV - PLACE OF BUSINESS AND REGISTERED AGENT

A. Place of Business - the company's place of business within the State

is at the following address:

SunTrust International Center
15TH Floor
One Southeast Third Avenue
Miami, Florida 33131

B. Registered Agent - The name and address of the Registered Agent of

the company is:

RICHARD A. BERKOWITZ
C/O Berkowitz, Dick, Pollack & Brant, LLP
SunTrust International Center
15th Floor
One Southeast Third Avenue
Miami, Florida 33131

FILED
00 JAN 31 PM 12:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V. - TOTAL CONTRIBUTIONS BY MEMBERS

A. Initial Contributions of Cash and/or Property by Members. - Immediately following the filing of these Articles of Organization, the members shall contribute to the company cash in the amount of FIVE THOUSAND and 00/100 (\$5,000.00).

B. Unless otherwise specified herein, the members shall not be required at any time to make any additional contributions of cash or property to the company,

unless all members unanimously agree thereto in writing.

ARTICLE VI. - ADMISSION OF NEW MEMBERS

Unless otherwise herein specified, no new members shall be admitted to the company during the term of its existence. New members may be admitted pursuant to a vote of not less than Sixty (60%) per cent of the total existing ownership interests in the company, which percentage shall be determined and measured by the percentage of ownership interest each member has in the company as opposed a simple majority of the members.

No individual member and/or manager of the company, if one be designated, shall ever have the power to terminate or grant membership to any person.

ARTICLE VII. INTERESTS OF MEMBERS.

All interests of members in the company shall be considered personal property and not real property. Any interest of a member in the company shall be transferred only as provided in an operating agreement to be adopted by the unanimous written agreement of all members, which agreement shall be kept and maintained with these Articles of Organization as part of the official records of the company.

ARTICLE VIII. - CONTINUATION AFTER INVOLUNTARY TERMINATION.

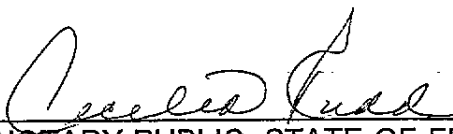
In the event of termination of the company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or any other event which involuntarily terminates the company, i.e. without the consent of a majority of the ownership interests in the company, then and in that event the remaining and/or

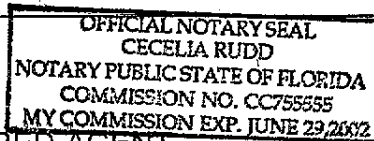
FILED
JAN 31 PM 12:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA :
COUNTY OF MIAMI-DADE : SS.

BEFORE ME, the undersigned authority, personally appeared RICHARD A. BERKOWITZ, as a Member and Organizer of PARADIGM FINANCIAL GROUP LLC, a Florida limited liability company in formation, who is well and personally known to me, and he acknowledged that he executed the foregoing Articles of Organization for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Miami-Dade County, Florida this 27 day of January, 2000.


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
Print Name: Cecelia Rudd
Commission Number: _____
My commission Expires: _____



ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in the Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


RICHARD A. BERKOWITZ, Registered Agent

FILED
00 JAN 31 PM 12:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

surviving members shall be fully entitled to continue the business of the company provided that not less than a majority of the ownership interests then remaining shall have agreed to do so in writing.

ARTICLE XI. - MANAGEMENT OF THE COMPANY

Management by Members - In the absence of designated Managers, the management of the company shall be reserved to and be by the members of the company. The names of the Members of the company are:

RICHARD A. BERKOWITZ
TERRENCE A. SCHULTZ
RICHARD A. POLLACK
BARRY M. BRANT
JOHN F. YOUNG
GARY E. ROSENTHAL
KENNETH J. STRAUSS
RANDI K. GRANT
JEFFREY M. MUTNIK

FILED
00 JAN 31 PM 12:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The professional address of each member is as follows:

SunTrust International Center
15th Floor
One Southeast Third Avenue
Miami, Florida 33131

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal as organizers of this limited liability company this 27 day of January, 2000.


RICHARD A. BERKOWITZ, Organizer/Member