Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations Fax Number : (850)922-4003

From:

: FIELDSTONE LESTER SHEAR & DENBERG Account Name

Account Number : 119990000180
Phone : (305)357-5775
Fax Number : (305)357-5776

LIMITED LIABILITY COMPANY

IMPERIAL HOLDINGS GROUP, LLC

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

IMPERIAL HOLDINGS GROUP, LLC

ARTICLE II - Address:

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

200 East Broward Boulevard, Suite 920, Ft. Lauderdale, Florida 33301

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Plorida street address of the registered agent are:

RONALD FIELDSTONE
Name

201 Albambra Circle, Suite 601 Florida street address (P.O. Box NOT acceptable)

Miami, FI, 33134 City, State, and Zip

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 startles relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my familiaries registered agent as provided for in Chapter 608, F.S.

Registered Agent's Signature

Article IV - Management (Check box if applicables)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

> ate is requested) (An additional an effectiv

a member of an auth Signatur rized representative of a member

(In accordance with section 608,408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalises of perjury that the facts statud herein are true.)

Michael S. Riley,

Managing Member
Typed or printed name of signee

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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:		
	IMPERIAL HOLDINGS GROUP, LLC		
2.	The name and the Florida street address of the registered agent and office are:	0	=
	RONALD FIELDSTONE (Name)	0.0EC	SECUE!
	201 Alhambra Circle, Suite 601	Ę.	** >
	Florida street address (P.O. Box NOT ACCEPTABLE)	7	<u> </u>
	Coral Gables, Florida 33134 City/State/Zip	12: 05	STATE SKATIONS

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 as provided for in Chapter 608, F. S.

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