

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To:

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From: Michelle Popu, Legal Assistant Client No. 37425-010000  
Account Name : GREENBERG TRAURIG (WEST PALM BEACH)  
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## LIMITED LIABILITY COMPANY

E &amp; W INVESTMENT, LLC

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
| Certified Copy        | 1        |
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**ARTICLES OF ORGANIZATION  
OF  
E & W INVESTMENT, LLC**

**ARTICLE I. Name:** The name of the Limited Liability Company is E & W Investment, LLC (the "Company").

**ARTICLE II. Address:** The mailing address and street address of the principal office of the Company is: c/o Tallwood Associates, Inc., 1350 Avenue of the Americas, Suite 1910, New York, New York 10019.

**ARTICLE III. Registered Agent, Registered Office & Registered Agent's Signature:** The name and the Florida street address of the Company's registered agent are:


MARCIA H. LANGLEY, ESQ.

c/o Greenberg Traurig, P.A.

2255 Glades Road, Suite 419A

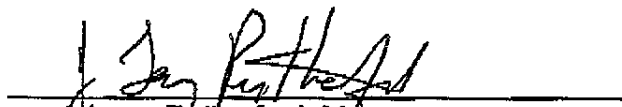
Boca Raton, FL 33431

*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 in Chapter 608, Florida Statutes.*

  
\_\_\_\_\_  
Marcia H. Langley, Esq.

**ARTICLE IV. Management:** (Check box if applicable)

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

  
\_\_\_\_\_  
Larry Rutherford, Manager

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

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