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To:
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Fax Number : (850) 205-0383

From:
Account Name : BARITZ & COLMAN LLP
Account Number : I20000000130
Phone : (561) 750-0910
Fax Number : (561) 750-5045

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LIMITED LIABILITY COMPANY

Regent Advisors, L.L.C.

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**ARTICLES OF ORGANIZATION OF
REGENT ADVISORS, L.L.C.**

The undersigned manager hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be **REGENT ADVISORS L.L.C.** (the "Company").

**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 2875 N.E. 191st Street, Suite 904, Aventura, Florida 33180.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Baritz & Colman, LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

**ARTICLE IV
DURATION**

This Company shall have perpetual, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Operating Agreement adopted by the members.

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**ARTICLE V
MANAGEMENT**

The Company will be managed by a manager in accordance with the Company's Operating Agreement. The name and address of the managing member is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------|--|
| Simon Mundlak | 2875 N.E. 191 st Street Suite 904 Aventura, Florida 33180 |

**ARTICLE VI
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit or not admit new members as more particularly set forth in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

**ARTICLE VII
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned manager(s) at Aventura, Florida on the 13th day of February, 2003.

REGENT ADVISORS, LLC
By: Alberto Franco, President**STATE OF FLORIDA
COUNTY OF DADE**

The foregoing instrument was acknowledged before me this 14th day of February, 2003, by _____. He (☒) is personally known to me or (☐) has produced _____ as identification.

NOTARY SEAL
Notary Public
My commission expires:

Notary Public,
Commission # 00000000
Expires April 02, 2007
Brenda T. H.

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FEB-13-2003 14:55 FROM:BARITZ & COLMAN

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TO:18502050383

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **REGENT ADVISORS, L.L.C.**

The name of the initial registered agent of the limited liability company is Baritz &
Colman, LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, Florida, 33432; attn:
Neil S. Baritz, Esq.

REGISTERED AGENT ACCEPTANCE

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 that 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.

BARITZ & COLMAN, LLP

By: 

Neil S. Baritz, Esq.
For the Firm

Date: 2/14, 2003

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