

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L04000090343
FILED 8:00 AM
December 14, 2004
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:
PANHANDLERS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1515 EAST BROWARD BOULEVARD
#323
FORT LAUDERDALE, FL. US 33301

The mailing address of the Limited Liability Company is:
1515 EAST BROWARD BOULEVARD
#323
FORT LAUDERDALE, FL. US 33301

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
JENNIFER D FACARAZZO ESQ.
C/O TRIPP SCOTT, P.A.
110 SE 6TH STREET, 15TH FLOOR
FORT LAUDERDALE, FL. 33301

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.

Registered Agent Signature: JENNIFER D. FACARAZZO, ESQ.

Article V

The name and address of managing members/managers are:

Title: MGR
DAVID S KALLENBERG
176 WEST 87TH STREET, 6D
NEW YORK, NY. 10024 US

Title: MGR
ANDREW M KALLENBERG
1515 EAST BROWARD BOULEVARD, #323
FORT LAUDERDALE, FL. 33301 US

Signature of member or an authorized representative of a member

Signature: JENNIFER D. FACARAZZO, ESQ.

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