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Lydia Lott

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LIMITED LIABILITY COMPANY

Agrivest, LLC

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**ARTICLES OF ORGANIZATION
FOR
Agrivest LLC, a Florida limited liability company**

ARTICLE I. - NAME

The name of this limited liability company is Agrivest LLC, a Florida limited liability company.

ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of the limited liability company is c/o Santiago Echemendia, Tew Cardenas LLP 1441 Brickell Avenue, Four Seasons Tower 15th Floor, Miami, Florida 33131, or at such other location as may hereafter be determined by the Member(s).

ARTICLE III. - REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURES:

The name and the Florida street address of the registered agent is: Santiago Echemendia, Tew Cardenas LLP 1441 Brickell Avenue, Four Seasons Tower 15th Floor, Miami, Florida 33131.

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 property 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.

REGISTERED AGENT'S SIGNATURE

ARTICLE IV. - MANAGEMENT AND MEMBERS

The limited liability company is to be managed by a manager and the name and address of such manager who will also serve as one of the members is: Jason Sherman whose address is c/o Santiago Echemendia, Tew Cardenas LLP 1441 Brickell Avenue, Four Seasons Tower 15th Floor, Miami, Florida 33131.

By: Jason Sherman
Jason Sherman, Managing Member

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

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