

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

L05000057708
FILED 8:00 AM
June 10, 2005
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:

BRAIN TRAINER USA LLC

Article II

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

9417 SW 77 COURT
MIAMI, FL. 33156

The mailing address of the Limited Liability Company is:

9417 SW 77 COURT
MIAMI, FL. 33156

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:

STEPHEN CHAKOFF
9417 SW 77 COURT
MIAMI, FL. 33156

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: STEPHEN CHAKOFF

Article V

The name and address of managing members/managers are:

Title: MGR
STEPHEN CHAKOFF
9417 SW 77 COURT
MIAMI, FL. 33156

Title: MGRM
LARRY COHEN
3800 S OCEAN DR APT 606
HOLLYWOOD, FL. 33019

Title: MGRM
IKU ASHIDA
9417 SW 77 COURT
MIAMI, FL. 33156

Title: MGRM
TAMMY KILSHTOK
20941 NE 37 COURT
AVENTURA, FL. 33180

Signature of member or an authorized representative of a member

Signature: LARRY COHEN

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