

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

L06000001014
FILED 8:00 AM
January 04, 2006
Sec. Of State
tcline

Article I

The name of the Limited Liability Company is:
ASSET BASED CAPITAL, LLC.

Article II

The street address of the principal office of the Limited Liability Company is:
247 SW 8TH STREET
151
MIAMI, FL. 33130

The mailing address of the Limited Liability Company is:
247 SW 8TH STREET
151
MIAMI, FL. 33130

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:
SUOSVEN CORPORATION
2400 SW 3RD AVENUE
APT. 705
MIAMI, FL. 33129

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: GUSTAVO ROMERO

Article V

The name and address of managing members/managers are:

Title: MGRM
SUOSVEN CORPORATION
247 SW 8TH STREET 151
MIAMI, FL. 33130

Title: MGR
GUSTAVO A ROMERO JR
2400 SW 3RD AVENUE APT.705
MIAMI, FL. 33129

L06000001014
FILED 8:00 AM
January 04, 2006
Sec. Of State
tcline

Article VI

The effective date for this Limited Liability Company shall be:

01/04/2006

Signature of member or an authorized representative of a member

Signature: GUSTAVO ROMERO