

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

L06000055485  
FILED 8:00 AM  
May 31, 2006  
Sec. Of State  
jbryan

**Article I**

The name of the Limited Liability Company is:

MAGMA CAPITAL, LLC

**Article II**

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

119 WASHINGTON AVENUE  
SUITE 504  
MIAMI BEACH, FL. US 33139

The mailing address of the Limited Liability Company is:

119 WASHINGTON AVENUE  
SUITE 504  
MIAMI BEACH, FL. US 33139

**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:

RICHARD A FREEMAN ESQ.  
119 WASHINGTON AVENUE  
SUITE 504  
MIAMI BEACH, FL. 33139

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: RICHARD A. FREEMAN, ESQ.

### **Article V**

The name and address of managing members/managers are:

Title: MGRM  
OTHELLO INVESTMENTS, LLC  
119 WASHINGTON AVENUE, SUITE 504  
MIAMI BEACH, FL. 33139 US

Title: MGRM  
ALLAN TEH HOLDINGS, LLC  
140 EAST 45TH STREET, SUITE 15C  
NEW YORK, NY. 10017 US

### **Article VI**

The effective date for this Limited Liability Company shall be:

05/30/2006

Signature of member or an authorized representative of a member

Signature: RICHARD A. FREEMAN

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