

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

L06000091390
FILED 8:00 AM
September 18, 2006
Sec. Of State
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Article I

The name of the Limited Liability Company is:
GOLDPIN CAPITAL, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
5811 PELICAN BAY BLVD
SUITE 209
NAPLES, FL. 34108

The mailing address of the Limited Liability Company is:
5811 PELICAN BAY BLVD
SUITE 209
NAPLES, FL. 34108

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:
KORN, P.L.
5811 PELICAN BAY BLVD.
SUITE 209
NAPLES, FL. 34108

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: TYLER B. KORN, ESQ., AUTH REP

Article V

The name and address of managing members/managers are:

Title: MGRM
JASON G MANDEL
333 EAST 56TH STREET, SUITE 14-O
NEW YORK, NY. 10022

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Signature of member or an authorized representative of a member

Signature: TYLER B. KORN, ESQ., AUTH REP