

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

L06000100837
FILED 8:00 AM
October 16, 2006
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

POWERBANK, LLC

Article II

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

225 E 49TH STREET
20F
NEW YORK, NY. US 10017

The mailing address of the Limited Liability Company is:

225 E 49TH STREET
20F
NEW YORK, NY. US 10017

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:

KERA J DRAETTA
9443 LAKE SERENA DRIVE
BOCA RATON, FL. 33496

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: KERA J. DRAETTA

Article V

The name and address of managing members/managers are:

Title: MGR
DENNIS M GOETT
24 COTSWOLD DRIVE
NORTH SALEM, NY. 10560 US

Title: MGR
HENRY BONNELL
225 E 49TH STREET, 20F
NEW YORK, NY. 10017 US

Signature of member or an authorized representative of a member

Signature: DENNIS M. GOETT

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