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## To:

Division of Corporations  
Fax Number : (850) 617-6383

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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Fax Number : (305) 633-9696

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## FLORIDA/FOREIGN LIMITED LIABILITY CO.

new era global advisors, llc

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ARTICLES OF ORGANIZATION  
OF  
NEW ERA GLOBAL ADVISORS, LLC

WE, the undersigned members of this limited liability company under §608 of the Florida Statutes, as amended, do hereby associate ourselves as members to form a limited liability company and adopt the following Articles of Organization.

ARTICLE I

The name of this limited liability company is **NEW ERA GLOBAL ADVISORS, LLC.**

ARTICLE II

The limited liability company is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Organization.

ARTICLE III

The mailing address and the street address of the principal office of the limited liability company is 400 East 56th Street, #19D, New York, New York 10022.

ARTICLE IV

The name and street address of the initial Registered Agent in the State of Florida is Howard L. Silverstein, 100 North Biscayne Boulevard, Suite 1110, New World Tower, Miami, Florida 33132-2301, and who hereby accepts the appointment as Registered Agent and who is familiar with and accepts the obligations of that position.

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#### ARTICLE V

The members may admit additional members on such terms and conditions as they deem appropriate. The management of the limited liability company is reserved to the members.

#### ARTICLE VI

The remaining members of the limited liability company may continue the business on a death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

#### ARTICLE VII

The limited liability company shall be managed by a manager or managers and the following shall serve as managers until the first annual meeting of the members or until their successors are elected and qualified:

Rose Smith

400 East 56th Street, #19D  
New York, NY 10022

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#### ARTICLE VII

The Articles of Organization may be amended as deemed appropriate by the members to include such other matters as may be necessary and reasonable to conduct the business of the limited liability company.

DATED this 30 day of April, 2008.

Rose Smith  
ROSE SMITH, as Manager

STATE OF FLORIDA           )  
  ) ss:  
COUNTY OF MIAMI-DADE    )

BEFORE ME, the undersigned authority, personally appeared **ROSE SMITH**, to me known to be the persons described in and who executed the foregoing Articles of Organization for the limited liability company, and who acknowledged before me, according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

SWORN TO AND SUBSCRIBED before me in the County and State last aforesaid on April 30, 2008.

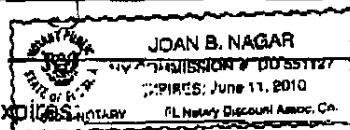
Joan B. Nagar  
Notary Public, State of Florida at Large

Printed Name of Notary:

Joan B. Nagar

Commission No.:

My Commission Expires



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TALLAHASSEE, FLORIDA

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**AFFIDAVIT OF REGISTERED AGENT**

STATE OF FLORIDA           )  
  ) ss:  
COUNTY OF MIAMI-DADE    )

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, as provided for in Chapter 608, Florida Statutes.

  
HOWARD L. SILVERSTEIN

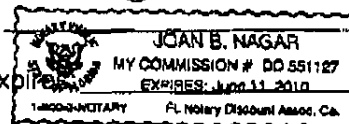
SWORN TO AND SUBSCRIBED before me in the County and State of Florida at and to the said  
on April 30, 2008.

  
Notary Public, State of Florida at Tallahassee, Florida

Printed Name of Notary:  
Joan B. Nagar

Commission No.:

My Commission Expires:



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