

ARTICLES OF DISSOLUTION

Pursuant to section 608.445, Florida Statutes, this Florida limited liability company submits the following Articles of Dissolution:

- FIRST: The name of the limited liability company as currently filed with the Florida Department of State:
BERENFELD CAPITAL MARKETS, LLC
- SECOND: The document number of the limited liability company: L08000074029
- THIRD: The file date of the articles of organization: August 1, 2008
- FOURTH: The date the dissolution was approved: December 19, 2010
- FIFTH: A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes:

THE 100% OWNER, BERENFELD SPRITZER SHECHTER AND SHEER CPA'S, FILED FOR DISSOLUTION ON DECEMBER 22, 2010. ALL ASSETS WERE ORDERED BY THE 100% OWNER TO BE DISPOSED OF WHICH INCLUDES THE BERENFELD CAPITAL MARKETS LLC.
- SIXTH: All debts, obligations and liabilities of the limited liability company have been paid or discharged.
- SEVENTH: All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
- EIGHTH: There are no suits pending against the company in any court.

I/we submit this document and affirm that the facts stated herein are true. I/we am/are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.

Signature: EMERY SHEER, MANAGING MEMBER

Electronic Signature of Member having the same percentage of membership interest necessary to approve the dissolution