

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

L09000053614
FILED 8:00 AM
June 03, 2009
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

PCF EXCHANGE LLC

Article II

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

380 LEXINGTON AVENUE
SUITE 2020
NEW YORK, NY. 10168

The mailing address of the Limited Liability Company is:

380 LEXINGTON AVENUE
SUITE 2020
NEW YORK, NY. 10168

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:

REGISTERED AGENT SOLUTIONS, INC.
155 OFFICE PLAZA DR.
SUITE A
TALLAHASSEE, FL. 32301

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: SAL ABECASIS, ASSISTANT SECRETARY

Article V

The name and address of managing members/managers are:

Title: MGRM
DAVID M KUSHNER
380 LEXINGTON AVENUE, SUITE 2020
NEW YORK, NY. 10168

Title: MGRM
WAYNE STURMAN
380 LEXINGTON AVENUE, SUITE 2020
NEW YORK, NY. 10168

Title: MGRM
JEFFREY MESHEL
380 LEXINGTON AVENUE, SUITE 2020
NEW YORK, NY. 10168

Signature of member or an authorized representative of a member

Signature: DAVID M. KUSHNER

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