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Examiner's Initials

ARTICLES OF ORGANIZATION

OF

POA HOLDINGS, LLC

- 1. Name. The name of this limited liability company is **POA HOLDINGS, LLC** (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.
- 2. <u>Duration.</u> The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.
- 3. <u>Purpose.</u> The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
- 4. <u>Place of Principal Office.</u> The mailing and street address of the Company's principal office is 301 W. Platt Street, #229, Tampa, Florida 33606.
- 5. Registered Agent and Office. The name of the initial registered agent of the Company is F & L Corp. The street address of the initial registered agent of the Company is One Independent Drive, Suite 1300, Jacksonville, Florida 32202.
- 6. <u>Management of the Company</u>. The management of the Company shall be vested in the managers of the Company. The name and address of the initial manager of the Company are as follows:

Name

Address

Oleg Koltunov

301 W. Platt Street, #229 Tampa, Florida 33606

- 7. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.
- 8. <u>Additional Members.</u> Additional members to the Company may be admitted, but only upon the unanimous agreement of the members, or as otherwise provided in accordance with the Operating Agreement of the Company.

The undersigned executed these Articles of Organization on the 17th day of June, 2009.

(In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ALBERT P. SILVA

Authorized Representative of Member

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

F & L CORP

Albert P. Silva, Vice President

Dated: June 17, 2009