

L10000051109

(Requestor's Name)

(Address)

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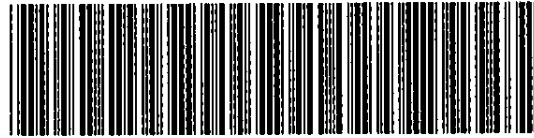
(Business Entity Name)

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10 MAY 12 PM 3:07  
DEPT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

B. KOHR  
MAY 13 2010  
EXAMINER

FILED  
10 MAY 12 AM 8:45  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 MAY 12 AM 8:45

CONTACT: Kim Weidenbach

DATE: 05/12/10

REF. #: 000380.124994

CORP. NAME: MCCA LITHIUM ETF, LLC

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |   |
| <input type="checkbox"/> OTHER:                      |   |   |

STATE FEES PREPAID WITH CHECK# 534880 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

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| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 MAY 12 AM 8:45

**ARTICLES OF ORGANIZATION  
OF  
MCCA LITHIUM ETF, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I. NAME**

The name of the limited liability company is MCCA LITHIUM ETF, LLC (the "Limited Liability Company").

**ARTICLE II. ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is c/o MC Capital Advisors, LLC, 9725 NW 117<sup>th</sup> Avenue, #300, Miami, Florida 33178.

**ARTICLE III.**

**REGISTERED AGENT, OFFICE AND REGISTERED AGENT'S SIGNATURE**

The name and Florida street address of the Limited Liability Company's registered agent are as follows:

Clayton E. Parker, Esq.  
K&L GATES LLP  
200 South Biscayne Boulevard, 39<sup>th</sup> Floor  
Miami, FL 33131

Having been named as registered agent to accept service of process for the 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 of the Florida Statutes.



Clayton E. Parker

Date: April 30, 2010

**ARTICLE IV. MANAGERS**

The names and addresses of the Managers of the Limited Liability Company are as follows:

Martin Claude      c/o MC Capital Advisors, LLC  
9725 NW 117<sup>th</sup> Avenue, #300  
Miami, Florida 33178

Guillermo Trias      c/o MC Capital Advisors, LLC  
9725 NW 117<sup>th</sup> Avenue, #300  
Miami, Florida 33178



\_\_\_\_\_  
Signature of member or authorized representative of a member

Printed Name: Martin Claude

Date: April 30<sup>th</sup> 2010

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