

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

L10000086899
FILED 8:00 AM
August 18, 2010
Sec. Of State
ncausseauX

Article I

The name of the Limited Liability Company is:
RIVAL CAPITAL MANAGEMENT, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
200 S.E. 1ST STREET
502
MIAMI, FL. 33131

The mailing address of the Limited Liability Company is:
200 S.E. 1ST STREET
502
MIAMI, FL. 33131

Article III

The purpose for which this Limited Liability Company is organized is:
RIVAL CAPITAL MANAGEMENT, LLC WILL BE PRIMARILY INVOLVED
IN, BUT NOT LIMITED TO, THE DIRECT AND INDIRECT ACQUISITION
AND SALE OF REAL PROPERTY.

Article IV

The name and Florida street address of the registered agent is:
LAW OFFICES OF AARON RESNICK, P.A.
235 LINCOLN ROAD
SUITE 310
MIAMI BEACH, FL. 33139

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: AARON RESNICK, ESQ.

Article V

The name and address of managing members/managers are:

Title: MGRM
RIVAL DEVELOPMENT, LLC
921 WASHINGTON AVE.
HAGERSTOWN, MD. 21740

Title: MGRM
MADISON DEVELOPMENT GROUP, LLC
921 WASHINGTON AVE.
HAGERSTOWN, MD. 21740

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Article VI

The effective date for this Limited Liability Company shall be:

08/13/2010

Signature of member or an authorized representative of a member

Signature: DENNIS FLANAGAN JR.