Florida Department of State

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FLORIDA LIMÍTED LFABILITY CO.

EMPIRICAL ASSET MANAGEMENT, LLC.

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY OF

EMPIRICAL ASSET MANAGEMENT, LLC.

ARTICLE I - NAME

The name of the Limited Liablilty Company is:

EMPIRICAL ASSET MANAGEMENT, LLC.

ARTICLE II - ADDRESS

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

19441 NE 22 RD NORTH MIAMI BEACH, FL. 33179

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE:

The name and the Florida street address of the registered agent are:

JOHN LOZANO

19441 NE 22 RD
Florida street address (P.O.BOX NOT acceptable)

NORTH MIAMI BEACH, FL. 33179 City; State, and Zip

CLARA GIRALDO P.A. 4080 SW 84 AVE SUITE C MIAMI, FL 33155 (305) 485-9300

Hi 0000 231 000 3.

DIVISION OF CORPORATION:

H10000 2310003

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 as provided for in Chapter 608, F.S.

REGISTERED AGENT'S SIGNATURE

ARTICLE IV- MANAGEMENT

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

JOHN LOZANO 19441 NE 22 RD NORTH MIAMI BEACH, FL, 33179 MANAGER

ALFREDO MOREJON 19441 NE 22 RD NORTH MIAMI BEACH, FL. 33179

MANAGER

(An additional article must be added if an effective date is requested)

Signature of a member of an authorized representative of a member.

(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.)

JOHN LOZANO

Typed or printed name of signee

THIS ORGANIZATION WILL START OPERATING ON JANUARY 1ST, 2011.

H1 0000 231 0003.