

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

L10000112119
FILED 8:00 AM
October 27, 2010
Sec. Of State
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Article I

The name of the Limited Liability Company is:

PHINANCE, LLC

Article II

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

5387 HUNTINGTON COURT
SARASOTA, FL. 34235

The mailing address of the Limited Liability Company is:

5387 HUNTINGTON COURT
SARASOTA, FL. 34235

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:

HAROLD J CALMBACH
TWO N. TAMiami TRAIL
SUITE 500
SARASOTA, FL. 34236

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: H. JOSEPH CALMBACH

Article V

The name and address of managing members/managers are:

Title: MGR
PHILIPPE BARCESSAT DE BERENGE
5387 HUNTINGTON COURT
SARASOTA, FL. 34235

Title: MGRM
NANCY ZIGELBAUM
1080 MADDISON AVE, SUITE 3A
NEW YORK, NY. 10028

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Article VI

The effective date for this Limited Liability Company shall be:

10/27/2010

Signature of member or an authorized representative of a member

Signature: PHILIPPE BARCESSAT DE BERENGER