

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

L10000118341
FILED 8:00 AM
November 15, 2010
Sec. Of State
kasaly

Article I

The name of the Limited Liability Company is:

LAZAR CAPITAL LLC

Article II

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

20 SE 3RD AVENUE
3RD FLOOR
MIAMI, FL. 33131

The mailing address of the Limited Liability Company is:

20 SE 3RD AVENUE
3RD FLOOR
MIAMI, FL. 33131

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:

MICHAEL FRANKEL
20 SE 3RD AVENUE
3RD FLOOR
MIAMI, FL. 33131

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: MICHAEL FRANKEL

Article V

The name and address of managing members/managers are:

Title: MGRM
MICHAEL FRANKEL
20 SE 3RD AVENUE, 3RD FLOOR
MIAMI, FL. 33131 US

Title: MGRM
YAN FRANKEL
160 WEST 66TH STREET, APT. 50B
NEW YORK, NY. 10023 US

Article VI

The effective date for this Limited Liability Company shall be:

01/01/2011

Signature of member or an authorized representative of a member

Signature: MICHAEL FRANKEL

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