

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

**L11000114259
FILED 8:00 AM
October 05, 2011
Sec. Of State
clewis**

Article I

The name of the Limited Liability Company is:
IMAGIS LLC

Article II

The street address of the principal office of the Limited Liability Company is:
932 15TH STREET
#3
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:
932 15TH STREET
#3
MIAMI BEACH, FL. 33139

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:
REGISTERED AGENT SOLUTIONS, INC.
155 OFFICE PLAZA DRIVE
SUITE A
TALLAHASSEE, FL. 32301

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: SAL ABECASIS, ASST. SECRETARY

Article V

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The name and address of managing members/managers are:

Title: MGRM
PAOLO PECCHIOLI
PIAZZA DELLA VITTORIA 10
CASCINA TERME (PI), IT. 56034 IT

Title: MGRM
BRIAN NICKEL
PIAZZA DELLA VITTORIA 10
CASCINA TERME (PI), IT. 56034 IT

Title: MGRM
OPENUP USA CORP.
C/O CILIO & PARTNERS 405 PARK AVE STE 802
NEW YORK, NY. 10022

Title: MGRM
STEPHANO PECCHIOLI
VIA ALCIDE DE'GASPERI 24
BAGNO A RIPOLI, FL, IT. 00000 IT

Signature of member or an authorized representative of a member

Electronic Signature: STEVEN WEISS

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.