

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

L12000069518
FILED 8:00 AM
May 23, 2012
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
PHOENIX SPARK FUND MANAGEMENT, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
930 WEST INDIANTOWN ROAD
SUITE 204
JUPITER, FL. 33458

The mailing address of the Limited Liability Company is:
930 WEST INDIANTOWN ROAD
SUITE 204
JUPITER, FL. 33458

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:
CLIFFORD MORRIS
930 WEST INDIANTOWN ROAD
SUITE 204
JUPITER, FL. 33458

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: CLIFFORD MORRIS

Article V

The name and address of managing members/managers are:

Title: MGR
CLIFFORD MORRIS
930 WEST INDIANTOWN ROAD, SUITE 204
JUPITER, FL. 33458

Title: MGR
PIETER JANSEN
930 WEST INDIANTOWN ROAD, SUITE 204
JUPITER, FL. 33458

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Signature of member or an authorized representative of a member

Electronic Signature: CLIFFORD MORRIS

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.