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Florida Department of State

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FLORIDA LIMITED LIABILITY CO.

ECM420, LLC

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**ARTICLES OF ORGANIZATION  
OF  
ECM420, LLC**

**ARTICLE I**

**NAME**

The name of the limited liability company shall be

ECM420, LLC

**ARTICLE II**

**EXISTENCE AND DURATION**

The existence of the limited liability company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida.

**ARTICLE III**

**PURPOSE**

This limited liability company may engage in any activity or business permitted under the laws of the United States and of the State of Florida, and shall have all powers necessary convenient to effect any or all of the purposes for which the company is organized.

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**ARTICLE IV**

**PRINCIPAL PLACE OF BUSINESS**

The initial mailing and street address of the principal office of this limited liability company is: 12 Bond Street Apartment 4A, Great Neck, NY 11023,

**ARTICLE V**

**INITIAL REGISTERED AGENT**

The initial registered agent and street address of the initial registered agent of the limited liability company shall be:

Neal S. Litman, P.A.  
800 Brickell Avenue, Suite 1501  
Miami, Florida 33131

**ARTICLE VI**

**MANAGEMENT**

The limited liability company is to be managed by one Manager or more Managers ("Manager") and is, therefore, a Manager-Managed company. The initial Manager shall be Eshagh Cohenmehr.

**ARTICLE VII**

**RESTRICTIONS ON MEMBERSHIP AND RIGHT TO CONTINUE AFTER  
WITHDRAWAL OF MEMBER**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

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ARTICLE VIII

**CONTRACTING DEBTS**

The Manager shall be authorized to incur any liability on behalf of the limited liability company.

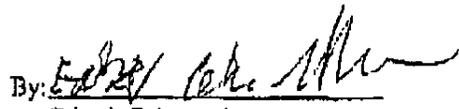
ARTICLE IX

**INDEMNIFICATION**

This company shall indemnify its Manager to the full extent permitted by the laws of the State of Florida.

In accordance with Section 608.408(3), F.S., the undersigned, authorized representative by execution of this affidavit affirms under the penalties of perjury that the facts stated herein are true.

Executed by the authorized representative at Miami, Florida, this 7<sup>th</sup> day of June, 2012.

By:   
Eshagh Cohenmehr  
Managing Member

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