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FLORIDA LIMITED LIABILITY CO.
NORTH BAY US CAPITAL MANAGEMENT, LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
NORTH BAY US CAPITAL MANAGEMENT, LLC**

ARTICLE I - Name

The name of the Limited Liability Company is:

NORTH BAY US CAPITAL MANAGEMENT, LLC

ARTICLE II - Address

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

176 Northeast 43rd Street
Miami, Florida 33137

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company shall be managed by one or more managers (who shall be designated "Manager(s)") and is, therefore, a manager-managed company within the meaning of Section 608.422, Florida Statutes. The rights, duties and obligations of the Manager(s) and the member(s) of the Limited Liability Company shall be as set forth in writing in the agreement(s) of the member(s). The initial Manager of the Company is:

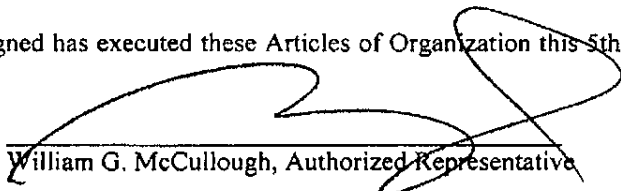
Nadim Achi
176 Northeast 43rd Street
Miami, Florida 33137

ARTICLE V - Registered Agent and Office

The name and address of the initial registered agent of the Limited Liability Company is:

Corporation Company of Miami
1500 Miami Center (WGM)
201 S. Biscayne Boulevard
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 5th day of September, 2012.


William G. McCullough, Authorized Representative

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REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above-stated limited liability company at the address designated in the articles of organization pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: September 5, 2012

CORPORATION COMPANY OF MIAMI

By: 
Cavell J. Anderson, Assistant Secretary

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