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PRS Capital GP, LLC

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**ARTICLES OF ORGANIZATION
OF**

PRS CAPITAL GP, LLC

In accordance with Chapter 608, Florida Statutes, the undersigned authorized representative of PRS CAPITAL GP, LLC (the "Company") hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company is PRS CAPITAL GP, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 60 Bay Colony Drive, Fort Lauderdale, Florida 33308.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is sooner terminated as provided in the Operating Agreement of the Company.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and street address of the registered agent of the Company in the state of Florida are Damaso W. Saavedra, 312 S.E. 17th Street, 2nd Floor, Fort Lauderdale, Florida 33316.

ARTICLE V - MANAGER(S) OR MANAGING MEMBER(S)

The Company shall be managed by one or more Managers. The initial Manager of the Company shall be Phillip Arthur Schuman.

In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Executed by the undersigned authorized representative of the Member this 29 day of November, 2012.

By: Nichole Scott
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED OFFICE AND REGISTERED AGENT
OF
PRS CAPITAL GP, LLC**

Pursuant to the provisions of Section 608.415, Florida Statutes, PRS CAPITAL GP, LLC (the "Company") submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is PRS CAPITAL GP, LLC.
2. The registered office and registered agent of the Company in the state of Florida is:

Damaso W. Saavedra
312 S.E. 17th Street, 2nd Floor
Fort Lauderdale, Florida 33316

Having been named as registered agent and to accept service of process for the Company at the place designated in the Articles of Organization of the Company, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and acknowledges that he is familiar with and accepts the obligations of the position of registered agent as provided in Chapter 608, Florida Statutes.

Dated: November 29th 2012


Damaso W. Saavedra

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