

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

**L14000055148
FILED 8:00 AM
April 03, 2014
Sec. Of State
jdharris**

Article I

The name of the Limited Liability Company is:
POWERCEN DISTRIBUTORS LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1200 ANASTASIA AVENUE
SUITE 500
CORAL GABLES, FL. 33134

The mailing address of the Limited Liability Company is:
1200 ANASTASIA AVENUE
SUITE 500
CORAL GABLES, FL. 33134

Article III

The name and Florida street address of the registered agent is:
CORPORATE CREATIONS NETWORK INC
1380 PROSPERITY FARMS ROAD
221E
PALM BEACH GARDENS, FL. 33410

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: MICHAEL REINHOLD

Article IV

The name and address of person(s) authorized to manage LLC:

Title: MGR
CAPITOL PARTNERS LLC
PO BOX 13023
TALLAHASSEE, FL. 32317

Title: MGR
ICMA HOLDINGS LLC
800 DELAWARE AVE
WILMINGTON, DE. 19801

Title: MGR
NILSEN VENTURES, INC
11044 NW 19TH MNR
CORAL SPRINGS, FL. 33073

Title: MGR
SMH VENTURES LLC
1200 ANASTASIA AVENUE
CORAL GABLES, FL. 33134

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Article V

The effective date for this Limited Liability Company shall be:

03/27/2014

Signature of member or an authorized representative

Electronic Signature: MICHAEL REINHOLD

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.