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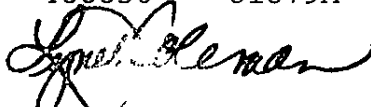
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Gulligan FEB - 3 2015

ACCOUNT NO. : I20000000195

REFERENCE : 486850 81879A

AUTHORIZATION :



COST LIMIT : \$ 125.00

ORDER DATE : February 2, 2015

ORDER TIME : 3:35 PM

ORDER NO. : 486850-005

CUSTOMER NO: 81879A

DOMESTIC FILING

NAME: SPR FINE ART BROKERAGE, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes - EXT. 62920

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
SPR FINE ART BROKERAGE, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 605, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be **SPR FINE ART BROKERAGE, LLC** (“company”).

ARTICLE II – ADDRESS

The mailing address and the street address of the principal office of the company is 1601 N. Central Avenue, #902, Flagler Beach, Florida 32136.

ARTICLE III – DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company’s existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:

TIMOTHY J. CONNER
4488 N. Oceanshore Blvd.
Palm Coast, FL 32137

ARTICLE V – MANAGERS

The names and addresses of each person authorized to manage and control the limited liability company:

SCOTT JETT
1601 N. Central Ave., #902
Flagler Beach, FL 32136

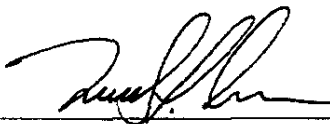
ARTICLE VI – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with unanimous written consent of the Class I Members of the company and on such terms and conditions as shall be determined by the Manager. A member may not transfer his or her interest in the company except as set forth in the Operating Agreement of the company, and no transferee shall have the right to participate in the management of the business and affairs of the company or become a member unless the Transferee is made a Class I Member and the Manager of the company approves of the proposed transfer by written consent.

ARTICLE VII – MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall not be dissolved on the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is terminated by majority vote of all the remaining members.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Palm Coast, Florida, on this 2, day of FEBRUARY, 2015.

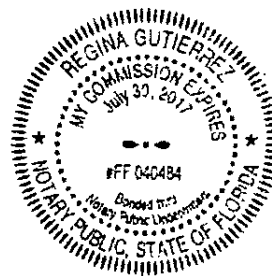


Timothy J. Conner, Organizer

STATE OF FLORIDA
COUNTY OF FLAGLER

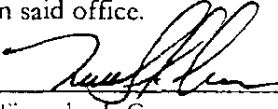
THE FOREGOING instrument was acknowledged before me this 2nd day of Feb., 2015 by Timothy J. Conner, who is personally known to me or has produced _____ as identification and who did (did not) take an oath.

Regina Gutierrez
NOTARY PUBLIC



ACCEPTANCE BY REGISTERED AGENT

Having been designated as Registered Agent to accept service of process for the above-stated limited liability company, at the registered office above, I hereby accept said designation, agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office.



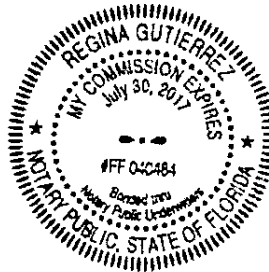
Timothy J. Conner
Registered Agent

**STATE OF FLORIDA
COUNTY OF FLAGLER**

The foregoing instrument was acknowledged before me this 2nd day of Feb., 2015, by Timothy J. Conner, who is personally known to me and who has produced _____ as identification and who did/did not take an oath.



NOTARY PUBLIC
My Commission Expires:



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TALLAHASSEE, FLORIDA