

4/27/2015

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APR 28 2015 10:00 AM  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS

APR 29 2015  
D. BRUCE

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
ACCOUNTANT DEPARTMENT SERVICES LLC  
A Florida Limited Liability Company**

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The undersigned, pursuant to Chapter 605, Fla. Stat., hereby make, acknowledge and files the following Amended and Restated Articles of Organization for ACCOUNTANT DEPARTMENT SERVICES LLC, (to hereafter be known as ORCHID EQUITIES GP LLC), a limited liability company organized and existing under the laws of the State of Florida, for the purpose of amending and restating the Articles of Organization of the company filed with the Florida Secretary of State on April 10, 2015 under Document No. L15000063506.

**ARTICLE I**

The name of the Limited Liability Company (the "Company") shall be:

**ORCHID EQUITIES GP LLC**

**ARTICLE II**

The mailing and street address of the Company is:

66 Holtham Road  
Hampstead, Quebec  
H3X 3N4  
Canada

**ARTICLE III**

The name and Florida address of the Company's Registered Agent is:

Jeffrey Feinberg  
4651 Sheridan Street, Unit 200  
Hollywood, Florida 33021

**ARTICLE IV**

The Company shall be manager-managed and shall be managed by the following Manager(s), who shall serve until their earlier resignation or removal:

Samuel Levinson  
66 Holtham Road  
Hampstead, Quebec  
H3X 3N4  
Canada

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ARTICLE V

The Company's existence shall be perpetual.

ARTICLE VI

The Manager(s) and the member(s) shall not be personally liable for the debts, obligations, or liabilities of the Company.

ARTICLE VII

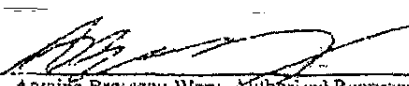
The power to amend, alter or repeal these Articles of Organization shall as set forth in the Operating Agreement of the Company.

ARTICLE VIII

The Company has the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the Company.

WHEREFORE these Amended and Restated Articles of Organization have been duly authorized by the Authorized Representative prior to organization and capitalization, and have been duly executed by its duly Authorized Representative.

Dated: April 27, 2015

  
Antoine Brosseau Wery, Authorized Representative

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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for ORCHID EQUITIES GP LLC at the place designated in these Amended and Restated Articles of Organization, 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, as provided for in Chapters 605, Fla. Stat.

  
as authorized representative for Jeffrey Feinberg, Antoine Brosseau Wery,

Dated: April 27, 2015

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