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FLORIDA LIMITED LIABILITY CO.

Ladenburg Thalmann Annuity and Retirement Partners LLC

Certificate of Status	1
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**ARTICLES OF ORGANIZATION
OF
LADENBURG THALMANN ANNUITY AND RETIREMENT PARTNERS LLC**

Article I. Name

The name of this Florida limited liability company is:

Ladenburg Thalmann Annuity and Retirement Partners LLC

Article II. Address

The street address of the Company's initial principal office is:

Ladenburg Thalmann Annuity and Retirement Partners LLC
4400 Biscayne Boulevard, 12th Floor
Miami, FL 33137

The mailing address of the Company's initial principal office is:

Ladenburg Thalmann Annuity and Retirement Partners LLC
4400 Biscayne Boulevard, 12th Floor
Miami, FL 33137

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens, Florida 33410

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article V. Management

This will be a member-managed company. The name and address of each manager is:

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Ladenburg Thalmann Financial Services Inc.
4400 Biscayne Boulevard, 12th Floor
Miami, FL 33137

Article VI. Company Existence

The Company's existence shall begin effective as of November 21, 2016.

The undersigned authorized representative of a member executed these Articles of Organization on 11/21/16.

LADENBURG THALMANN FINANCIAL SERVICES INC.

By: 

Name: Brian L. Heller

Title: Senior Vice President – Business and Legal Affairs

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Ladenburg Thalmann Annuity and Retirement Partners LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens, Florida 33410
United States

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Caitlin Lazarus, Special Secretary

CORPORATE CREATIONS NETWORK INC.

[•], Special Secretary

Date: November 21, 2016