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FLORIDA LIMITED LIABILITY CO.
SCHACHTER MANAGEMENT CONSULTANTS, LLC

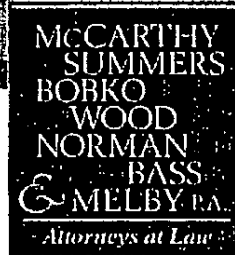
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Florida Department of State
Division of Corporations
The Capitol
P.O. Box 6327
Tallahassee, Florida 32399-0250

RE: Articles of Organization of Schachter Management Consultants, LLC

Ladies and Gentlemen:

With reference to the above company, enclosed please find the Articles of Organization for filing. Kindly fax to the undersigned proof of filing same.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read "Karen L. McGhee", is written over a horizontal line.

Karen L. McGhee, CP, FRP
Certified Paralegal
Email: klm@McCarthySummers.com
/klm
Enclosure

Terence P. McCarthy *
Robert P. Summers *
Noel A. Bobko †
Steven J. Wood **
Kenneth A. Norman
Kathryn C. Bass
Nicola J. Boone Melby **
Owen Schultz

Margaret E. Wood
Donna R. McMillan
Jessica M. VanValkenburgh

*Board Certified
Real Estate Lawyer
**Board Certified Wills,
Trusts & Estates Lawyer
***Board Certified
Elder Law Lawyer
†Supreme Court
Certified Circuit
Family Mediator

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H17000129598**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

The undersigned Authorized Representative submits the following to form a limited liability company pursuant to the Florida Revised Limited Liability Company Act:

ARTICLE I - Name:

The name of the Limited Liability Company is:

SCHACHTER MANAGEMENT CONSULTANTS, LLC

ARTICLE II - Address:

The mailing address of the principal office of the Limited Liability Company is:

Post Office Box 2050, Palm City, FL 34990

The street address of the principal office of the Limited Liability Company is:

12488 Harbour Ridge Blvd., Palm City, FL 34990

ARTICLE III - Registered Agent/Address

The name and the Florida address of the registered agent is:

Terence P. McCarthy
2400 SE Federal Highway, Fourth Floor
Stuart, FL 34995

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a Manager and is therefore a manager-managed company. The name and address of the initial Manager who is authorized to manage and control the Limited Liability Company is as follows:

Michael Schachter
Post Office Box 2050
Palm City, FL 34990

Christopher Schachter
30 West 86th Street
New York, NY 10042

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TALLAHASSEE, FLORIDA

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Articles of Organization
SCHACHTER MANAGEMENT CONSULTANTS, LLC

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Article V – Effective Date

The effective date of the Limited Liability Company, if other than the date of filing, is May 11, 2017.

In accordance with Florida Statutes §605.0203(1)(b), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Florida Statutes §817.155.

Dated: May 11, 2017 .


Terence P. McCarthy, Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED
OFFICE**

**PURSUANT TO THE PROVISIONS OF CHAPTER 605, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT,
IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is: SCHACHTER MANAGEMENT CONSULTANTS, LLC
2. The name and Florida street address of the registered agent and office is:

Terence P. McCarthy
(Name)

2400 SE Federal Highway, Fourth Floor
(P.O. Box not acceptable)

Stuart, FL 34995
(City/State/Zip)

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, Terence P. McCarthy hereby accepts the appointment as registered agent and agrees to act in this capacity. Terence P. McCarthy further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and it is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, Florida Statutes.

Dated: May 11, 2017.

REGISTERED AGENT:


Terence P. McCarthy

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Articles of Organization
SCHACHTER MANAGEMENT CONSULTANTS, LLC