

Division of Corporations

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Florida Department of State
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**FLORIDA LIMITED LIABILITY CO.
BLOCKCHAINCAP.IO MANAGEMENT GP LLC**

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**ARTICLES OF ORGANIZATION
OF
BLOCKCHAINCAP.IO MANAGEMENT GP LLC**

The undersigned, being a duly authorized representative of the Member(s), desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes (the "Act"), does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is Blockchaincap.io Management GP LLC (the "Company").

ARTICLE II. ADDRESS

The principal and mailing address office of the Company is:

19416 Presidential Way
Miami, FL 33179

ARTICLE III. REGISTERED AGENT AND OFFICE

The Company designates 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, FL 33410 as the street address of the initial registered office of the Company and names Corporate Creations Network Inc. as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Act, as amended from time to time.

ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company.

ARTICLE VI. MANAGER(S)

The names and addresses of the initial persons authorized to manage and control the Company are:

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<u>Title:</u>	<u>Name and Address:</u>
Manager	Jaime Pesate 19416 Presidential Way Miami, FL 33179
Manager	Carlos Belozercovsky 19416 Presidential Way Miami, FL 33179
Manager	Saul Pesate 19416 Presidential Way Miami, FL 33179

ARTICLE VII. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

ARTICLE VIII. ADDITIONAL MEMBERS

Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE IX. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company, if any.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 30th of November, 2017.

/s/ William G. McCullough

William G. McCullough,
Duly Authorized Representative of the
Member(s)

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Blockchaincap.io Management GP LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 30th day of November, 2017.

Corporate Creations Network Inc.

By: **Jim Perkins, Vice President**

Jim Perkins, Vice President

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