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**FLORIDA LIMITED LIABILITY CO.
GENIUS BEAR I, LLC**

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ARTICLES OF ORGANIZATION
OF
GENIUS BEAR I, LLC

The undersigned authorized representative of a member, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Act, Florida Statutes Chapters 605 (the "Act"), hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE I — NAME

The name of the limited liability company is GENIUS BEAR I, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is:

1295 US Highway One
Third Floor
North Palm Beach, FL 33408

ARTICLE III - REGISTERED AGENT

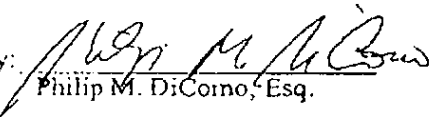
The name and Florida street address of the registered agent are:

Haile, Shaw & Pfaffenberger, P.A.
660 U.S. Highway One - Third Floor
North Palm Beach, FL 33408

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, 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 Chapter 605, F.S.

Haile Shaw & Pfaffenberger, P.A.

By:


Philip M. DiCorno, Esq.

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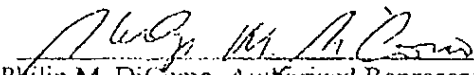
ARTICLE V -- MANAGEMENT

The Company will be manager managed, and the manager may, but does not have to be a member. The name and address of each person authorized to manage and control the Company is:

Title	Name and Address
MGR	Steven C. Nicklaus 1295 US Highway One Third Floor North Palm Beach, FL 33408
MGR	James Edward Lyons 1295 US Highway One Third Floor North Palm Beach, FL 33408

Dated: October 22, 2019

REQUIRED SIGNATURE


Philip M. DiComo, Authorized Representative

(In accordance with Section 605.0203(1)(b), Florida Statutes, 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 s.817.155, F.S.)