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FLORIDA LIMITED LIABILITY CO.
NEW USA HOLDINGS LLC

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**ARTICLES OF ORGANIZATION
OF
NEW USA HOLDINGS LLC
(a Florida limited liability company)**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes (the "**Florida Act**"), hereby adopts the following Articles of Organization:

1. Name. The name of the limited liability company shall be "NEW USA HOLDINGS LLC", a Florida limited liability company (the "**Company**").

2. Principal Office. The street and mailing address of the Company's principal office in the State of Florida is as follows:

801 US Highway 1
North Palm Beach, FL 33408

3. Registered Address and Agent. The address of the Company's registered office, and the name of the Company's Registered Agent at such office, in the State of Florida are as follows:

Corporate Creations Network Inc.
801 US Highway 1
North Palm Beach, FL 33408

4. Management. The Company shall be a manager-managed limited liability company; provided, however, that through an amendment to these Articles of Organization, or through a limited liability company agreement (an operating agreement) executed in accordance with this Certificate of Formation and the Florida Act and as may be in effect at any time and from time to time (the "**Operating Agreement**"), the Members of the Company may elect to convert the Company to a member-managed limited liability company.

As of the date of execution hereof, NEW USA TIER 1 LLC, a Delaware limited liability company, is the sole Manager of the Company.

5. Limited Liability Company Interests. As of the date of execution hereof, the authorized limited liability company interests of the Company shall consist of a single class of limited liability company interests. Through an amendment to these Articles of Organization, or pursuant to the Company's Operating Agreement, the members and/or manager of the Company, as applicable, may provide for the creation and issuance of new or additional series and classes of limited liability company interests having such relative rights, entitlements, preferences, privileges, powers, and duties as the members or, as applicable pursuant to the Operating Agreement, the manager, may determine, including, without limitation, rights, entitlements,

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preferences, privileges, and powers senior to the initial class or then-existing series and classes of limited liability company interests.

6. Duration. The Company shall not have a specific effective date of dissolution, and its existence shall be perpetual in accordance with the terms and conditions of the Company's Operating Agreement.

7. Effectiveness. These Articles of Organization shall be effective as of the date registered by the Florida Department of State, Division of Corporations.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization of NEW USA HOLDINGS LLC, on this 14th day of April, 2020.


By: /s/ William Shaheen
PRINT: William Shaheen
Authorized Representative

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for NEW USA HOLDINGS LLC, a Florida limited liability company, at the place designated in Section 3 of the foregoing Articles of Organization, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent as provided for in Chapter 605, Florida Statutes.

CORPORATE CREATIONS NETWORK INC.,
Registered Agent

By: 
Name: Sean Arno
Title: Special Secretary

Dated: April 14, 2020

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