

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L22000385934
FILED 8:00 AM
September 01, 2022
Sec. Of State
jsadler**

Article I

The name of the Limited Liability Company is:

USA SPIN-OFF LLC

Article II

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

1150 NW 72ND AVE TOWER I STE 455 #7520
MIAMI, FL. US 33126

The mailing address of the Limited Liability Company is:

1150 NW 72ND AVE TOWER I STE 455 #7520
MIAMI, FL. US 33126

Article III

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

LEGALINC CORPORATE SERVICES INC.
5237 SUMMERLIN COMMONS
SUITE 400
FORT MYERS, FL. 33907

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.

Registered Agent Signature: WESLEY DOLAN

Article IV

The name and address of person(s) authorized to manage LLC:

Title: AMBR
DORSEN NOEL
1150 NW 72ND AVE TOWER I STE 455 #7520
MIAMI, FL. 33126 US

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Signature of member or an authorized representative

Electronic Signature: LOVETTE DOBSON

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.