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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
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**FLORIDA LIMITED LIABILITY CO.
Shemtov Holding LLC**

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Shemtov Holding LLC

Article II. Address

The street address of the Company's initial principal office is:
Shemtov Holding LLC
820 West 41st Street, Suite 204
Miami Beach FL 33140

The mailing address of the Company's initial principal office is:
Shemtov Holding LLC
820 West 41st Street, Suite 204
Miami Beach FL 33140

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Judah Mandel
820 West 41st Street, Suite 204
Miami Beach FL 33140

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Computershare Governance Services Inc.
d/b/a Corporate Creations
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

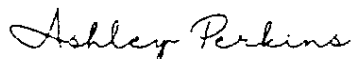
This will be a manager-managed company. The name and address of each manager is:

CHARLES GALLO
820 West 41st Street, Suite 204
Miami Beach FL 33140

Article VII. Company Existence

The Company's existence shall begin effective as of February 24, 2023.

The undersigned authorized representative of a member executed these Articles of Organization on 2/24/2023.



COMPUTERSHARE GOVERNANCE SERVICES INC.
D/B/A CORPORATE CREATIONS

Karina Salazar, Account Specialist
By: Ashley Perkins, Attorney-in-Fact
Computershare Governance Services Inc.
d/b/a Corporate Creations
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Shemtov Holding LLC

REGISTERED AGENT/OFFICE:

Judah Mandel

820 West 41st Street, Suite 204

Miami Beach FL 33140

UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Ashley Perkins

JUDAH MANDEL

By: Ashley Perkins, Attorney-in-Fact

Date: February 24, 2023.

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