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FLORIDA LIMITED LIABILITY CO.
River Loft Holding LLC

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**ARTICLES OF ORGANIZATION
OF
RIVER LOFT HOLDING LLC**

The undersigned, being the managers, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, do hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is River Loft Holding LLC (the "Company").

**ARTICLE II
ADDRESS**

The principal office address is 209 East 31st Street, New York, NY 10016 and mailing address of the Company is 209 East 31st Street, New York, NY 10016.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The Company designates 1000 Brickell Avenue, Suite 400, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Corporate Maintenance Services, LLC, a Florida limited liability company as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Managers, who shall serve in such capacity until their successors are duly elected and qualified, shall be:

Kyle Fairchild
Jared Margolis

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ARTICLE V **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 (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

ARTICLE VI **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.

ARTICLE VII **ADDITIONAL MANAGERS**

Additional Managers may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Manager, in the manner set forth in the Operating Agreement of the Company.

ARTICLE VIII **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.

IN WITNESS WHEREOF, the undersigned has hereunto set their hand and seal this 9th day of May, 2023.

DocuSigned by:
Kyle Fairchild

Kyle Fairchild, Manager

DocuSigned by:
Jared Margolis

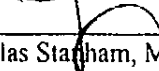
Jared Margolis, Manager

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for River Loft Holding 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 9th day of May, 2023.

CORPORATE MAINTENANCE SERVICES, LLC

By: 
Nicholas Stanham, Manager

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