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Division of Corporations

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Account Name : HUBCO

Account Number : 104662003400 Phone : (516)813-1184 Fax Number : (516)935-3088

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: Dpitkoff@kingswoodus.com

FLORIDA LIMITED LIABILITY CO. KW GROUP MANAGERS LLC

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY ARTICLE I - Name: The name of the Limited Liability Company is: KW GROUP MANAGERS LLC (Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.") ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is: Principal Office Address: Mailing Address: 1111 BRICKELL AVE #1820 1111 BRICKELL AVE #1820 MIAMI, FL 33131 MIAMI, FL 33131 ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature: (The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.) The name and the Florida street address of the registered agent are: KINGSWOOD US LLC 1111 BRICKELL AVE #1820 Florida street address (P.O. Box NOT acceptable) MIAMI

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 Capacity 605, F.S..

Registered Agent's Signature (REQUIRED)

MICHAEL NESSIM
on behalf of KINGSWOOD US LLC

(CONTINUED)

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<u>litte:</u>	Name and Address:
AMBR" = Authorized Member MGR" = <u>Manage</u> r	
AMBR	KINGSWOOD US LLC
	1111 BRICKELL AVE #1820
	MIAMI, FL 33131
· · · · · · · · · · · · · · · · · · ·	
	, A. d. L. L. & Martin, Ch. S. C.
Use attachment if necessary)	
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