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Florida Department of State
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FOREIGN LIMITED LIABILITY COMPANY

DSP PARTNERS, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
FOR FOREIGN FLORIDA LIMITED LIABILITY COMPANY
DSP PARTNERS, LLC**

In compliance with Section 608.503, Florida Statutes, the following is submitted to register a foreign limited liability company to transact business in the State of Florida:

**ARTICLE I
NAME**

The name of the Foreign Limited Liability Company is: **DSP PARTNERS, LLC.**

**ARTICLE II
JURISDICTION, EIN NUMBER, AND DATE OF ORGANIZATION**

The foreign limited liability company was organized under the jurisdiction of the laws of the state of Delaware on September 15, 1999 and its federal identification number is applied for.

**ARTICLE III
DURATION**

December 31, 2049

Year limited liability company will cease to exist or "perpetual"

**ARTICLE IV
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: c/o Gassman & Rebhun, CPA, 350 Fifth Avenue, New York, N.Y. 10118.

**ARTICLE V
MANAGEMENT (Check box if applicable.)**

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

**ARTICLE VI
MANAGING MEMBERS OR MANAGERS ADDRESSES**

The name and usual business addresses of the managing members or managers are as follows:

Rita Heller Denerstein, 900 Fifth Avenue, New York, N.Y. 10021

ARTICLE VII
NATURE OF BUSINESS OR PURPOSE

Nature of business or purposes to be conducted or promoted in Florida:
Hold interest in Florida general partnership

Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

x Rita H. Denerstein

Signature of a member or an authorized
representative of a member

(In accordance with section 608.408(3), Florida Statutes,
the execution of this document constitutes an affirmation
under the penalties of perjury that the facts stated herein
are true.)

Rita Heller Denerstein

Typed or Printed name of signee

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

PURSUANT TO THE PROVISION OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1) The name of the Limited Liability Company is: **DSP PARTNERS, LLC.**
- 2) The address of the initial Registered Office of the corporation is The Greenleaf Building, Third Floor, 200 Laura Street, Jacksonville, Florida 32201-0240, and the initial Registered Agent at such address is F & L Corp.

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 relative 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 Chapter 608, F.S.

REGISTERED AGENT:

F & L CORP.
a Wisconsin corporation



John A. Sanders,
As Agent and Authorized Signator

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DSP PARTNERS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF OCTOBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DSP PARTNERS, LLC" WAS FORMED ON THE FIFTEENTH DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
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Edward J. Freel

Edward J. Freel, Secretary of State

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