

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

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Secretary of State
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**Articles of Organization
Limited Liability Company**

KLC

For the purposes of forming a limited liability company in Kentucky pursuant to KRS Chapter 275, the undersigned organizer hereby submits the following Articles of Organization to the Office of the Secretary of State for filing:

Article I: The name of the company is

Whispering Brook Acquisitions LLC

Article II: The street address of the company's initial registered office in Kentucky is

315 High Street, Frankfort, KY 40601

and the name of the initial registered agent at that address is **CHARLES E. JONES**

Article III: The mailing address of the company's initial principal office is

420 Central Ave, Suite 300, Cedarhurst, NY 11516

Article IV: The limited liability company is to be managed by **Managers**

Executed by the Organizer on Wednesday, July 23, 2014

Name of Organizer: **Frenkel, Hershkowitz & Shafran LLP**

Signature of individual signing on behalf of Organizer: **Moshe Weg**

I, **CHARLES E. JONES**, consent to serve as the Registered Agent on behalf of the limited liability company.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

CHARLES E. JONES