



State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: \$150.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Limited Liability Company
Articles of Organization

(Chapter 7-16-6 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited liability company is: Jay Ritch LLC

ARTICLE II

The street address (post office boxes are not acceptable) of the limited liability company's registered agent in Rhode Island is:

No. and Street: ONE RICHMOND SQUARE
STE 125B

City or Town: PROVIDENCE

State: RI

Zip: 02906

The name of the resident agent at such address is: RHODE ISLAND REGISTERED AGENT LLC

ARTICLE III

Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

Check one box only

a partnership a corporation disregarded as an entity separate from its member

ARTICLE IV

The address of its principal office of the limited liability company if it is determined at the time of organization:

No. and Street: 391 KETTLE POND DRIVE

City or Town: WAKEFIELD

State: RI

Zip: 02879

Country: USA

ARTICLE V

The limited liability company has the purpose of engaging in any lawful business, unless a more limited purpose is set forth in Article VI of these Articles of Organization.

The period of its duration is: Perpetual

ARTICLE VI

Additional provisions, if any, not inconsistent with law, which members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or any other provision which may be included in an operating agreement:

JAY RITCH LLC PROVIDES CONSULTING SERVICES IN TECHNOLOGY AND MEDIA.
THERE ARE HEREBY AUTHORIZED TO BE CREATED LIMITED LIABILITY COMPANY JAY RITCH, WHOLLY-OWNED BY USA HOLDINGS CORP., WITH USA HOLDINGS CORP AS

THE SOLE OWNER. JAY RITCH LLC IS SET UP AS A SUBSIDIARY OF USA HOLDINGS CORP IN WHICH USA HOLDINGS CORP. HOLDS 100% OF THE VOTING RIGHTS OF JAY RITCH. USA HOLDINGS CORP. IS RESPONSIBLE FOR THE SUPERVISION AND MANAGEMENT OF JAY RITCH, AND WHEREAS RECEIVING DIVIDEND PAYMENTS FROM SHAREHOLDINGS, DISPOSING OF SHAREHOLDING, AND DEFENDING JAY RITCH LLC FROM TAKEOVER.

ARTICLE VII

The limited liability company is to be managed by its ___ Members or Managers (check one)
(If managed by Members, go to ARTICLE VIII)

The name and address of each manager (If LLC is managed by Members, DO NOT complete this section):

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
MANAGER	JARED RANDALL	391 KETTLE POND DRIVE WAKEFIELD, RI 02879 USA

ARTICLE VIII

The date these Articles of Organization are to become effective, not prior to, nor more than 30 days after the filing of these Articles of Organization.

Later Effective Date: 10/27/2017

This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the company, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-16.

Signed this 27 Day of October, 2017 at 12:24:18 PM by the Authorized Person.

JARED RANDALL

Address of Authorized Signer:

391 KETTLE POND DRIVE
WAKEFIELD, RI 02879

Form No. 400
Revised 09/07

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State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

October 27, 2017 12:23 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea
Secretary of State

