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**FLORIDA LIMITED LIABILITY CO.  
 Sumter County Land LLC**

Certificate of Status	1
Certified Copy	0
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2019 FEB 15 PM 12:03  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
SUMTER COUNTY LAND LLC**

FILED  
2019 FEB 15 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes (the "Act"), does hereby adopt the following Articles of Organization.

**ARTICLE I  
NAME**

The name of the Limited Liability Company shall be: Sumter County Land LLC.

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company are: 18 E. 50<sup>th</sup> Street, 10<sup>th</sup> Floor, New York, New York 10022

**ARTICLE III  
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 IV  
DURATION**

The period of duration for the Limited Liability Company shall commence on filing of these Articles with the Florida Secretary of State, and shall continue perpetually, unless terminated: (i) in accordance with the Company's Operating Agreement, or (ii) by the unanimous written agreement of all members, or (iii) as required under the Act.

**ARTICLE V  
MANAGEMENT**

The Company shall be manager-managed in the manner provided in the Operating Agreement of the Company.

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The name and address of the initial Manager is as follows:

<u>Name</u>	<u>Address</u>
Pan-Am Equities, Inc.	18 East 50 <sup>th</sup> Street New York, NY 10022

**ARTICLE VI  
ADOPTION OF OPERATING AGREEMENT**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, Florida Statutes.

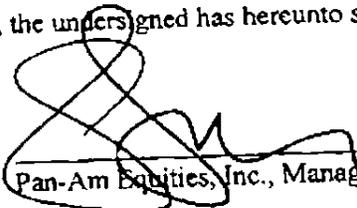
**ARTICLE VII  
REGISTERED AGENT AND OFFICE**

The Company designates 1300 Riverplace Boulevard, Suite 525, Jacksonville, FL, 32207 as the street address of the initial registered office of the Company and names Bert C. Simon as the Company's initial registered agent at that address to accept service of process within this State.

**ARTICLE VIII  
CONTINUATION OF BUSINESS**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned has hereunto set hand and seal the 15<sup>th</sup> day of February, 2019.



\_\_\_\_\_  
Pan-Am Equities, Inc., Manager, by Scott E. Solomon, CEO

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 605, Florida Statutes, Sumter County Land LLC, submits the following statement in designating the registered agent/registered office in the State of Florida:

1. The name of the limited liability company is: Sumter County Land LLC.
2. The name and office address of the registered agent is:

Bert C. Simon  
1300 Riverplace Blvd., Suite 525  
Jacksonville, FL 32207

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.

Dated the 15<sup>th</sup> day of February, 2019.

  
\_\_\_\_\_  
Bert C. Simon

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