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No. 0205 P. 1/3

# L21000379596

Florida Department of State  
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**FLORIDA LIMITED LIABILITY CO.**

**Phoenix Batman, LLC**

Certificate of Status	0
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2021 AUG 24 PM 1:52  
SECRET  
TALLAHASSEE, FL

2021 AUG 24 PM 4:44

**Articles of Organization**  
**of**  
**Phoenix Batman, LLC**  
**A Florida Limited Liability Company**

FILED  
2021 AUG 24 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FL

1. **Name.** The name of this limited liability company is Phoenix Batman, LLC (the "Company"), and it shall be formed as a Florida limited liability company under Chapter 605, Florida Statutes.

2. **Duration.** The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. **Purpose.** The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.

4. **Place of Business.** The mailing address of the Company's principal office is 3941 Prospect Court, Ann Arbor, Michigan 48103, and the street address of the Company's principal office is 3941 Prospect Court, Ann Arbor, Michigan 48103.

5. **Registered Agent and Office.** The name of the initial registered agent of the Company is GSK Registered Agents, Inc. The street address of the initial registered agent of the Company is 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919.

6. **Management of the Company.** The Company shall be managed by a Manager or Managers and is, therefore, a manager-managed company. Drina Boluyt shall serve as the initial Manager of the Company.

7. **Additional Members.** Except as otherwise provided in an Operating Agreement adopted for the Company, additional Members to the Company may be admitted, but only upon the unanimous consent of all Members of the Company at the time admission is sought.

8. **Operating Agreement.** The Members shall have the power to adopt, alter, amend, or repeal an Operating Agreement for the Company containing provisions for the regulation and management of the affairs of the Company.

9. **Voting.** The Company is authorized to issue membership units with voting rights and membership units without voting rights.

10. **Certificated Interests.** The Members' interests in the Company may be evidenced by certificates.

11. Transfer of Interest. Except as otherwise provided in an Operating Agreement adopted for the Company, no Member shall have the right to transfer any interest in the Company without the unanimous written agreement of all Members. If the non-transferring Members do not approve the transfer, the transferee of the interest of the transferring Member shall have no right to become a Member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring Member otherwise would be entitled by virtue of membership.

The undersigned executed these Articles of Organization effective as of August 24th, 2021. In accordance with the Act, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.




Vanessa Oliverio, Authorized  
Representative

**Acceptance by Registered Agent**

Having been named Registered Agent and designated to accept service of process for Phoenix Batman, LLC, at the place designated herein, and being familiar with the obligations of that position, GSK Registered Agents, Inc., hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of the Registered Agent.

GSK Registered Agents, Inc., a Florida  
corporation

By:   
Courtney V. Lovejoy, Vice  
President

Dated: August 24, 2021