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# Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

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Division of Corporations

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From:

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# FLORIDA LIMITED LIABILITY CO. Forty 90, LLC

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# ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: Forty 90, LLC

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#### Article II. Address

Coral Gables FL 33134

The street address of the Company's initial principal office is: Forty 90, LLC 2020 Ponce De Leon Blvd., Suite 1103

The mailing address of the Company's initial principal office is:

Forty 90, LLC 2020 Ponce De Leon Blvd., Suite 1103 Coral Gables FL 33134

# Article III. Registered Agent

The name and street address of the Company's registered agent is:

Manny Vadillo 2020 Ponce De Leon Blvd., Suite 1103 Coral Gables FL 33134

# Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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#### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

## Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Forty 90 Holdings, LLC 2020 Ponce De Leon Blvd., Suite 1103 Coral Gables FL 33134

# Article VII. Company Existence

The Company's existence shall begin effective as of February 17, 2021.

The undersigned authorized representative of a member executed these Articles of Organization on 2/17/2021.

#### /s/ Caitlin Lazarus

CORPORATE CREATIONS INTERNATIONAL

Jim "JP" Perkins Executive Vice President and Chief Relationship Officer
by Caitlin Lazarus as attorney-in-fact

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# STATEMENT OF REGISTERED AGENT

## LIMITED LIABILITY COMPANY:

Forty 90, LLC

# **REGISTERED AGENT/OFFICE:**

Manny Vadillo 2020 Ponce De Leon Blvd., Suite 1103 Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

/s/ Caitlin Lazarus

MANNY VADILLO by Caitlin Lazarus as attorney-in-fact

Date: February 17, 2021.

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