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LIMITED LIABILITY COMPANY

SOLEIL MANAGEMENT GROUP, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
SOLEIL MANAGEMENT GROUP, L.L.C.**

ARTICLE I

Name. The name of the limited liability company ("Company") is **SOLEIL MANAGEMENT GROUP, L.L.C.**

ARTICLE II

Address. The mailing and street address of the Company's principal office is 16 Periwinkle Lane, Stuart, Florida 34996.

ARTICLE III

Duration. The period of duration for the Company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office. The name of Company's initial registered agent in Florida is Lawrence E. Crary III. The address of Company's registered office in Florida is 555 Colorado Avenue, Suite 1, Florida 34994.

ARTICLE V

Management. The Company is to be managed by the members. Each managing member is identified as follows:

Philip A. Hofer	16 Periwinkle Lane Stuart, FL 34996
Sonia E. Hofer	16 Periwinkle Lane Stuart, FL 34996

Prepared by:

Lawrence E. Crary III, Esquire
555 Colorado Avenue
Stuart, Florida 34994
(561) 287-2600
Fla. Bar No.: 250414

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ARTICLE VI

Admission of New Members. Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII

Continuation of Business. The remaining members of the Company have the right to continue the business of the Company on 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 the Company. The business of the Company may be continued only on the written consent of a majority of the remaining members.

ARTICLE VIII

Amendment of Articles. These Articles of Organization may be amended in the manner provided by law. Every proposed amendment to these Articles of Organization shall require the approval by the Managing Members, whereupon it shall be proposed to all the Members, and, for adoption, shall require the approval at a Members' meeting by a majority of the members entitled to vote thereon; alternatively, all of the Members may sign a written statement adopting the proposed Amendment to these Articles of Organization.

ARTICLE XI

Operating Agreement. The Operating Agreement of the Company shall be made, altered or rescinded by a majority vote of the Members of the Company at a meeting of the Members; alternatively, all of the Members may sign a written statement adopting the proposed Operating Agreement or changes thereto.

ARTICLE XII

Preemptive Rights. The Members of the Company shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Members, such membership interests as may be issued for money, or any property or services from time to time, in addition to the present memberships. The preemptive right of any Member is determined by the ratio of the membership interest held by a Member to all membership interests currently outstanding.

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ARTICLE XIII

Organizing Members. The names and addresses of the initial organizing members, who are the members of the Company, are as follows:

Philip A. Hofer 16 Periwinkle Lane
Stuart, FL 34996

Sonia E. Hofer 16 Periwinkle Lane
Stuart, FL 34996

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 21st day of July, 2000 at Martin County, Florida.

Philip A. Hofer
Philip A. Hofer

Sonia E. Hofer
Sonia E. Hofer

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 21st day of July, 2000 by Philip A. Hofer and Sonia E. Hofer. They (please check one of the following) ☒ are personally known to me or ☐ have produced _____ as identification, and who (please check one of the following) ☐ did or ☐ did not take an oath.

(SEAL)



Maritza Polanco
MY COMMISSION # CC824335 EXPIRES
May 4, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Maritza Polanco
NOTARY PUBLIC
Print Name: Maritza Polanco
My Commission Expires: 5/4/03

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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in the above Articles of Organization, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.


Lawrence E. Crary III
Registered Agent

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