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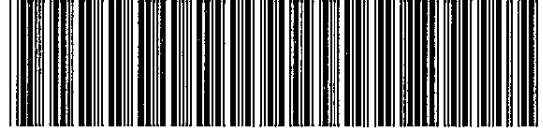
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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Myakka Holdings, LLC*

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TALLAHASSEE, FLORIDA

- ☐ Art of Inc. File \_\_\_\_\_
- ☐ LTD Partnership File \_\_\_\_\_
- ☐ Foreign Corp. File \_\_\_\_\_
- ☒ L.C. File \_\_\_\_\_
- ☐ Fictitious Name File \_\_\_\_\_
- ☐ Trade/Service Mark \_\_\_\_\_
- ☐ Merger File \_\_\_\_\_
- ☐ Art. of Amend. File \_\_\_\_\_
- ☐ RA Resignation \_\_\_\_\_
- ☐ Dissolution / Withdrawal \_\_\_\_\_
- ☒ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- ☐ Photo Copy \_\_\_\_\_
- ☐ Certificate of Good Standing \_\_\_\_\_
- ☐ Certificate of Status \_\_\_\_\_
- ☐ Certificate of Fictitious Name \_\_\_\_\_
- ☐ Corp Record Search \_\_\_\_\_
- ☐ Officer Search \_\_\_\_\_
- ☐ Fictitious Search \_\_\_\_\_
- ☐ Fictitious Owner Search \_\_\_\_\_
- ☐ Vehicle Search \_\_\_\_\_
- ☐ Driving Record \_\_\_\_\_
- ☐ UCC 1 or 3 File \_\_\_\_\_
- ☐ UCC 11 Search \_\_\_\_\_
- ☐ UCC 11 Retrieval \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date *10/21*

Time *9:00*

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**ARTICLES OF ORGANIZATION  
OF  
MYAKKA HOLDINGS, L.L.C.,  
a Florida Limited Liability Company**

**FILED**  
05 OCT 21 AM 11:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be MYAKKA HOLDINGS, L.L.C., and its principal office shall be located at 6922 Arbor Oaks Court in the City of Bradenton, County of Manatee, State of Florida 34209, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II  
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these

Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### **ARTICLE IV MANAGEMENT**

This limited liability company shall be managed by two (2) managers. The names and addresses of the persons who shall serve until the first annual meeting of members or until their successors are elected and qualified are as follows:

<b>NAME</b>	<b>ADDRESS</b>
MATTHEW E. FAUL	6922 Arbor Oaks Court Bradenton, FL 34209
MARK A. JACKSON	8908 12th Avenue NW Bradenton, FL 34209

#### **ARTICLE V MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### **ARTICLE VI CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by the four (4) members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

**ARTICLE VII  
PROFITS AND LOSSES**

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits or to the distributive share of the profits specified as follows:

<b>PERCENTAGE OF OWNERSHIP</b>	<b>OWNER ENTITY</b>
Twenty-five (25%) percent	MATTHEW E. FAUL
Twenty-five (25%) percent	MARK A. JACKSON
Twenty-five (25%) percent	FREDERICK R. PICKARD, III
Twenty-five (25%) percent	MICHAEL G. MURPHY

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being September 16, 2005.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares or the following shares:

<b>NAME</b>	<b>PERCENTAGE</b>
Twenty-five (25%) percent	MATTHEW E. FAUL
Twenty-five (25%) percent	MARK A. JACKSON
Twenty-five (25%) percent	FREDERICK R. PICKARD, III
Twenty-five (25%) percent	MICHAEL G. MURPHY

**ARTICLE VIII  
DURATION**

This limited liability company shall exist until 9/16/2025, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 6922 Arbor Oaks Court, City of Bradenton, County of Manatee, State of Florida 34209, and the name of the company's initial registered agent at that address is MATTHEW E. FAUL.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of MYAKKA HOLDINGS, L.L.C.

Executed by the undersigned at Bradenton, Manatee County, Florida on the 16 day of September, 2005.

Matthew E. Faul

MATTHEW E. FAUL, Member

Mark A. Jackson

MARK A. JACKSON, Member

Frederick R. Pickard, III

FREDERICK R. PICKARD, III, Member


Michael G. Murphy

MICHAEL G. MURPHY, Member

**STATE OF FLORIDA  
COUNTY OF MANATEE**

**BEFORE ME**, the undersigned authority, personally appeared MATTHEW E. FAUL, to me known to be the person who executed the foregoing and he acknowledged before me that he executed same for the purposes therein expressed, and that he is personally known to me or has produced FDL for identification and did not take an oath.

**WITNESS** my hand and official seal this 16 day of September, 2005.

 Barbara Anson  
My Commission DD224710  
Expires October 12, 2007

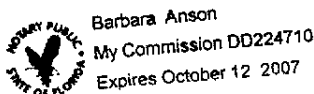
Barbara Anson  
Notary Public

**STATE OF FLORIDA  
COUNTY OF MANATEE**

**BEFORE ME**, the undersigned authority, personally appeared MARK A. JACKSON, to me known to be the person who executed the foregoing and he acknowledged before me that he executed same for the purposes therein

expressed, and that he is personally known to me or has produced \_\_\_\_\_  
\_\_\_\_\_ for identification and did not take an oath.

**WITNESS** my hand and official seal this 16 day of September,  
2005.

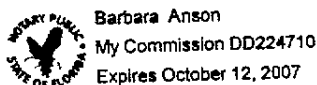


Barbara Anson  
Notary Public

**STATE OF** Florida  
**COUNTY OF** Manatee

**BEFORE ME**, the undersigned authority, personally appeared  
FREDERICK R. PICKARD, III, to me known to be the person who executed the  
foregoing and he acknowledged before me that he executed same for the  
purposes therein expressed, and that he is personally known to me or has  
produced Personally Known for identification and did not  
take an oath.

**WITNESS** my hand and official seal this 19 day of September,  
2005.

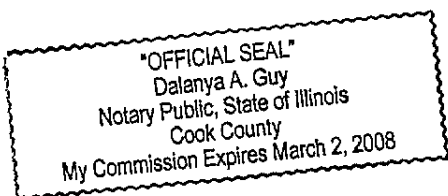


Barbara Anson  
Notary Public

**STATE OF** IL  
**COUNTY OF** COOK

**BEFORE ME**, the undersigned authority, personally appeared MICHAEL  
G. MURPHY, to me known to be the person who executed the foregoing and he  
acknowledged before me that he executed same for the purposes therein  
expressed, and that he is personally known to me or has produced Driver's  
License for identification and did not take an oath.

**WITNESS** my hand and official seal this 24th day of September,  
2005.



Dalanya A. Guy  
Notary Public



## DESIGNATION OF REGISTERED AGENT AND OFFICE

State of Florida  
County of Manatee

**Pursuant** to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is MYAKKA HOLDINGS, L.L.C.

The name of the registered agent for MYAKKA HOLDINGS L.L.C. is MATTHEW E. FAUL and the street address of the company's principal office where the agent is located is 6922 Arbor Oaks Court, Bradenton, FL 34209.

This statement is to acknowledge that, as indicated above, MYAKKA HOLDINGS, L.L.C. has appointed me at the place designated above in this certificate. I accept this 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.

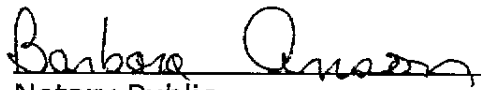
**Dated** the 16 day of September, 2005

  
MATTHEW E. FAUL, Registered Agent

**The foregoing instrument** was acknowledged before me this 16 day of Sept., 2005 by MATTHEW E. FAUL, agent on behalf of MYAKKA HOLDINGS, L.L.C., a limited liability company. He is personally known to me or has produced FDL as identification.



Barbara Anson  
My Commission DD224710  
Expires October 12, 2007

  
Notary Public