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Division of Corporations

001/005

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Florida Department of State  
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**FLORIDA LIMITED LIABILITY CO.  
Trixie & The Wood, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

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March 17, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

BARNES WALKER, CHARTERED

SUBJECT: TRIxie & THE WOOD, LLC  
REF: W14000016901

We have received your document for TRIxie & THE WOOD, LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammi Cline  
Regulatory Specialist II

FAX Aud. #: H14000059210  
Letter Number: 914A00005684

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**ARTICLES OF ORGANIZATION  
OF  
TRIXIE & THE WOOD, LLC**

**ARTICLE I  
Name**

The name of the limited liability company ("Company") is Trixie & The Wood, LLC.

**ARTICLE II  
Address**

The initial mailing address of the Company's principal office is 116 81<sup>st</sup> Street, Holmes Beach, Florida 34217. The initial street address of the Company's principal office is 116 81<sup>st</sup> Street, Holmes Beach, Florida 34217.

**ARTICLE III  
Duration**

The period of duration for the Company is perpetual.

**ARTICLE IV  
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Robert A. Hoonhout c/o Barnes Walker, Goethe & Hoonhout, Chartered. The address of the Company's registered office in Florida is 3119 Manatee Avenue West, Bradenton, Florida 34205.

**ARTICLE V  
Management**

A. The Company is to be managed by two (2) Managers. Each Manager is identified as follows:

Theresa S. Dithmer, whose address is 9509 Indigo Brush Drive, Austin, TX 78726; and, Erik S. Dithmer, whose address is 9509 Indigo Brush Drive, Austin, TX 78726.

B. Either Manager shall have the authority to exercise all powers of the Company, and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 605, as from time to time amended, except:

1. Without having first obtained the prior written consent of all of the Managers, no Manager shall cause or permit the Company to:

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- a. Refinance, mortgage, pledge, or otherwise encumber Company property, or;
- b. File a petition in bankruptcy, make a general assignment for the benefit of creditors or application for other such relief available under similar laws or Regulations, or;
- c. Sell, convey, transfer, assign, trade, exchange or otherwise dispose of any Company real property or all or a substantial portion of the Company's other properties or lease any Company property for more than ten (10) years, or;
- d. Hire, terminate, or modify the terms of employment of any Manager, or;
- e. Cause this Company to enter into a joint venture or partnership with any other person or entity, or;
- f. Invest in the debt or equity of any other person or entity, or;
- g. Authorize this Company to be a party to any merger, consolidation, reclassification, reorganization or other similar transaction.

If any Manager shall not object in writing to any other Manager's request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Manager shall be deemed to have consented to the other Manager's request.

2. Without having first obtained the prior written consent of all of the Manager(s), amend these Articles or the Operating Agreement of the Company to:

- a. Reduce the ownership interest, rights, privileges, or benefits or enlarge the duties and obligations of the Member(s), or;
- b. Enlarge the ownership interest, rights, privileges, or benefits or reduce the duties and obligations of the Manager(s), or;
- c. Modify the duration of this Company, or;
- d. Affect the rights or restrictions regarding the assignability of Member ownership interests, or;
- e. Amend this Article V, or;
- f. Dissolve or terminate the existence of this Company, or;
- g. Do or fail to do any act that is prohibited by a resolution of the Members.

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If any Manager shall not object in writing to any other Manager's request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Manager shall be deemed to have consented to the other Manager's request.

**ARTICLE VI**  
**Continuation of Business**

The remaining Member(s) of the Company have the right to continue the business 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.

**ARTICLE VII**  
**Profits and Losses Allocation**

Profits and losses will be allocated to the Member(s) in accordance with the Operating Agreement of the Company.

**ARTICLE VIII**  
**Amendments**

Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed the Manager(s), provided, however, that if a single individual is the sole Member and Manager, only that individual shall be required to sign said Articles of Amendment.

**ARTICLE IX**  
**Commencement**

Pursuant to the provisions of Chapter 605, Florida Statutes, this Company shall begin its existence upon filing of these Articles of Organization with the Secretary of State.

IN WITNESS WHEREOF, the undersigned Member(s) or an authorized representative of a Member has/have executed these Articles of Organization on this 10<sup>th</sup> day of March, 2014.

The Erik Syon & Theresa Stueck Dithmer Living Trust

By: Erik S. Dithmer  
Erik S. Dithmer, Co-Trustee, Incorporator

By: Theresa S. Dithmer  
Theresa S. Dithmer, Co-Trustee, Incorporator

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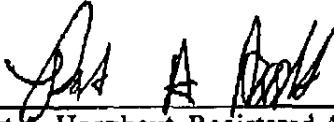
**CERTIFICATE OF DESIGNATED  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 605.415, the undersigned submits the following statement as the designated registered agent / registered office in the State of Florida for Trixie & The Wood, LLC:

1. My name as registered agent and the address of my office, which shall serve as the registered office for the above-referenced limited liability company, is: Robert A. Hoonhout c/o Barnes Walker, Goethe & Hoonhout, Chartered, 3119 Manatee Avenue West, Bradenton, FL 34205.

2. Having been named as registered agent to accept service of process for the above-named limited liability company at the office designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity and to maintain its registered office. 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: March 10<sup>th</sup>, 2014.

  
Robert A. Hoonhout, Registered Agent

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TALLAHASSEE, FLORIDA

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