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T. HAMPTON



PHILIP F. BONUS, ESQUIRE RHONDA A. MARRET, FRP

1115 EAST CONCORD STREET ORLANDO, FLORIDA 32803 TELEPHONE No.: (407) 835-8811 FACSIMILE No.: (407) 835-8868

Writer's email: pfb@bonuslaw.com

March 9, 2015

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Harvill's Retail, LLC

Our File No.: H157-4721

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization for Harvill's Retail, LLC, and Acceptance of Designation as Registered Agent for filing. Also enclosed is a check in the sum of \$125.00 representing the following:

\$100.00 Filing Fee for Articles of Organization \$25.00 Designation of Registered Agent

Very truly yours.

Philip F. Bonus

PFB/ram Enclosures

cc: Harvill's Retail, LLC

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company ("Company") is:

Harvill's Retail, LLC

ARTICLE II - Effective Date:

The Company shall be effective as of the date and time these Articles are approved and filed by the State of Florida.

ARTICLE III – Address:

Principal Office Address:

8775 S. Orange Avenue Orlando, Florida 32824

Mailing Address:

8775 S. Orange Avenue Orlando, Florida 32824

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ARTICLE IV - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent is:

Jennifer Harvill Cliburn 8775 S. Orange Avenue Orlando, Florida 32824

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 as provided for in Chapter 605, F.S.

JENNIFER HARVILL CLIBURN

Registered Agent

ARTICLE V – Manager(s) or Managing Member(s):

This is a Member Managed Company. The Company is authorized to have multiple Members and multiple Managers. It will have three (3) Managers initially, and one (1) Member initially, as set forth below. The Company is authorized to continue to have as few as one Member, and as few as one Manager, or at any time to have more than one Member and/or more than one Manager. Managers may be appointed and terminated, and may be assigned and/or may be delegated such authority, titles, and duties as determined in the sole discretion of the Member(s), from time to time, as set forth in the Operating Agreement of the Company, as such Operating Agreement may exist from time to time. A Manager need not be a Member. A Member need not be a Manager. The admission of and/or the appointment of additional or new Members and/or the appointment of, or the admission of additional or new Managers shall be at the sole

discretion of the Member(s) in accordance with the Operating Agreement of the Company as such Operating Agreement may exist from time to time. The initial Operating Agreement of the Company shall be adopted after the Company is authorized to transact business. The name and address of the initial Member and the initial Manager is as follows:

A. <u>Initial Member's Name and Address:</u>

Ernest S. Harvill 8775 S. Orange Avenue Orlando, Florida 32824

ERNEST S. HARVILL

Initial Member

B. <u>Initial Managers' Names and Addresses:</u>

i. Richard S. Harvill
 First Vice President
 8775 S. Orange Avenue
 Orlando, Elorida 32824

RICHARD S. HARVILL

First Vice President and Manager

ii. Mark J. Harvill
Second Vice President
8775 S. Orange Avenue

Orlando, Florida 32824

MARK J. HYRVILL

Second Vice President and Manager

iii. Jennifer Harvill Cliburn Secretary/Treasurer 8775 S. Orange Avenue Orlando, Florida 32824

JENNIFER HARVILL CLIBURN

Secretary/Treasurer and Manager

(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)