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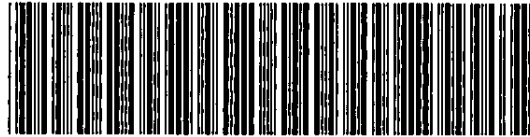
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR 21 2015

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: L.A. Forex, LLC  
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bruce Draper Kelley III  
Name of Person

L.A. Forex, LLC  
Firm/Company

4120 Limerick Dr.  
Address

Lake Wales, FL 33859  
City/State and Zip Code

bkelley34@tampabay.rr.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bruce Kelley at (678) - 640-5025  
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)    ☒ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

☒ Street/Courier Address  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

## ARTICLES OF ORGANIZATION

FLORIDA LIMITED LIABILITY COMPANY

This limited liability company is formed under the laws of the State of Florida.

### Article I - Name

The name of the limited liability company is: **L.A. FOREX, LLC**

### Article II - Address

The mailing address and street address of the principal office of the limited liability company:

Principal Office Address:  
4120 Limerick Dr.  
Lake Wales, FL 33859

Mailing Address:  
4120 Limerick Dr.  
Lake Wales, FL 33859

### Article III - Registered Agent

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

BRUCE DRAPER KELLEY III  
4120 Limerick Dr.  
Lake Wales, FL 33859

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*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 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 obligation of my position as registered agent as provided for in Chapter 605, F.S.*

  
BRUCE DRAPER KELLEY III,  
Registered Agent

### Article IV - Management

The limited liability company will be managed by its Manager who will be selected by a majority of the Members from time to time. The name and address of the current Manager, who is the only person authorized to manage and control the limited liability company is:

BRUCE DRAPER KELLEY III  
4120 Limerick Dr.  
Lake Wales, FL 33859

## **Article V - Effective Date**

The effective date of the establishment of the limited liability company is April 6, 2015.

## **Article VI - Other Provisions**

- a. **Purpose.** The purpose for which the limited liability company is organized is the transaction of any or all lawful business for which a limited liability company may be organized under the laws of the state of Florida.
- b. **Operating Agreement.** All matters pertaining to the government, management, and ownership of the limited liability company will be regulated by the Operating Agreement adopted by the members. All matters relating to capital contributions, the distribution of all items of income, gain, loss, deduction and credit are to be governed by the Operating Agreement.

The power to adopt, alter, amend or repeal the Operating Agreement and these Articles are vested in the members. The power of the members to alter, amend, or repeal the Operating Agreement, in whole or in part, will require the unanimous affirmative action of all of the members.

Dissolution of the limited liability company prior to the expiration of its term requires the written consent of *all* members to dissolve unless the Operating Agreement prescribe a particular act or occurrence which will cause dissolution.

Likewise, the affirmative action of *all* members is required to reform and reconstitute the limited liability company following the expiration of its term or upon the occurrence of any other act which causes a dissolution of the limited liability company.

- c. **Members, Classes of Ownership, Voting.**
  - i. **Ownership.** The limited liability company will have one class of ownership comprised of 100,000 units. Each unit of ownership issued by the limited liability company is entitled to one vote. Only units issued by the limited liability company will be entitled to vote. A member's ownership interest may be evidenced by a certificate of membership. A member's interest in the limited liability company is personal property. A member will *not* have an ownership in the property of the limited liability company by reason of his, her, or its units of ownership.
  - 2. **Restrictions On Ownership and Transfers of Ownership.** Neither record title nor beneficial ownership of an ownership interest may be transferred, assigned or encumbered by a member without the unanimous consent of all

the members then entitled to vote. Likewise, the ownership and transfers of ownership are limited by applicable provisions of state and federal law.

The assignee of a membership interest may become a member only to the extent that (1) the Operating Agreement so provide and (2) that all the members unanimously consent to the transfer.

The admission of a new member who is to acquire his, her, or its ownership interest from the limited liability company will require the unanimous affirmative consent of all the existing members as a prerequisite to admission.

3. **Liability of a Member.** No person (as the term "person" is defined by state law) who is a member or a manager of the limited liability company will be liable for the debts, obligations or liabilities of the limited liability company, including liability under a judgment decree or other court order.
4. **Succession, Disposition of Ownership by Reason of Death, Disability, Dissolution.** The Operating Agreement will govern the succession or other disposition, and voting, of an ownership interest as the result of an individual person's death or disability, or as to an ownership interest held by a corporation, trust, partnership or other organization, upon the dissolution of the organization which is a member.

- d. **Indemnification.** The Operating Agreement may indemnify managers, officers, employees, agents and others to the same extent a corporation may indemnify directors, employees, agents and others under the laws of the state of Florida.

#### **Article VI - Member Signature and Affirmation**

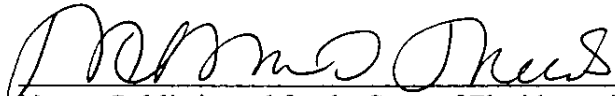
In accordance with section 605.0203(1)(b), Florida Statutes, the Majority Interest Member in the Limited Liability Company does hereby affirm under the penalty of perjury that the facts stated herein are true, and that he is aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

  
BRUCE DRAPER KELLEY III,  
Majority Interest Member

State of Florida                    )  
                                          ) ss.  
County of Polk                    )

On the 6<sup>th</sup> day of April, 2015, before me, personally appeared BRUCE DRAPER KELLEY III, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to these ARTICLES OF ORGANIZATION and acknowledged that he executed it and affirms that its contents are true.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

  
Notary Public in and for the State of Florida, residing  
at Polk, Florida. My commission  
expires:



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