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FLORIDA LIMITED LIABILITY CO. - Investments  
Proud Mary, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION  
OF  
PROUD MARY INVESTMENTS, LLC

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The undersigned organizer, a natural person competent to contract and authorized representative of the initial members of the Company, presents these Articles for the formation of a limited liability company under the Florida Revised Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I

The name of the Company is Proud Mary Investments, LLC.

ARTICLE II

The Company will exist perpetually.

ARTICLE III

The principal office, and the mailing address of the Company initially will be at 2723 Peacock Street, Jacksonville, FL 32207. The principal office may be moved to any address that the members may choose. The mailing address is the same as the principal office address.

ARTICLE IV

The registered office will be, and the registered agent at that same address, are:

Agent

Howard A. Caplan

Registered Office Address

245 Riverside Ave., Suite 150  
Jacksonville, FL 32202

ARTICLE V

Admission of new members will be as set forth in the Operating Agreement of the Company.

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ARTICLE VI

The death, incapacity, retirement, resignation, expulsion, bankruptcy, dissolution, or occurrence of any other event that terminates the continued membership of a member will not prevent the remaining members from continuing to operate the Company.

ARTICLE VII

The Company will be manager managed. The initial managers are:

<u>Name</u>	<u>Address</u>
William Patrick O'Rourke	2723 Peacock Street Jacksonville, FL 32207
Michelle L. O'Rourke	2723 Peacock Street Jacksonville, FL 32207
Donald P. Basseri	1060 Waring Street Seaside, CA 93955
Mary Pat O'Rourke	1060 Waring Street Seaside, CA 93955

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ARTICLE VIII

The general nature of the business that will be transacted by the Company is any legally permissible activity, including real estate investment.

ARTICLE IX

The members intend to operate the Company under Subchapter K of the federal income tax code.

ARTICLE X

No contract or other transaction between the Company and any other company will be affected by the fact that any member or manager of this Company is interested in or is a member,

manager, shareholder, officer, or director of the other company. Every person who may become a member or manager of the Company is relieved from any liability that might otherwise exist from contracting with the Company for the benefit of the member or manager or any firm, association, or company in which the member or manager may be interested in any way. The foregoing is subject to the member or manager informing the other members of the interest in the other company.

ARTICLE XI

The Company will indemnify any and all persons who serve, or have served at any time as member of manager of the Company, and may indemnify any person who is or was an employee or agent of the Company. Indemnification will be subject to the general standards for managers and managing members, as set forth in the Act.

ARTICLE XII

The name and address of the organizer and person signing these Articles of Organization are:

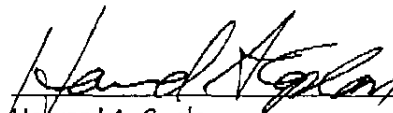
Name

Address

Howard A. Caplan

245 Riverside Ave., Suite 150  
Jacksonville, FL 32202

The undersigned organizer has executed these Articles of Organization, this 22nd day of April, 2015.

  
Howard A. Caplan

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No. 0469 P. 5

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ACKNOWLEDGMENT AND ACCEPTANCE

OF REGISTERED AGENT

Having been named to accept service of process for the above stated company, at the place designated in the Articles of Organization to which this is attached, I accept to act in this capacity, and agree to comply with the provisions of law relative to the registered office.

Dated this 22<sup>nd</sup> day of April, 2015.

HOWARD A. CAPLAN

  
Howard A. Caplan