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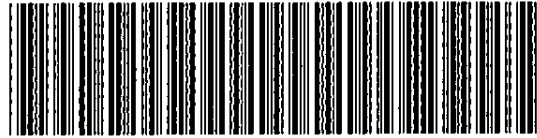
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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MAY 26 2015  
D. BRUCE

Sunstate Research

Requester's Name

Address

City/State/Zip

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Main Street Comics & Memorabilia  
(Corporation Name) (Document #)

2. LLC  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time \_\_\_\_\_

☐ Mail out

☐ Will wait

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☒ Certificate of Status

NEW FILINGS

- ☐ Profit  
☐ Not for Profit  
☒ Limited Liability  
☐ Domestication  
☐ Other

OTHER FILINGS

- ☐ Annual Report  
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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TALLAHASSEE, FLORIDA

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Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
MAIN STREET COMICS & MEMORABILIA, LLC**

**SECTION 1 INTRODUCTION AND PRELIMINARY STATEMENTS**

The undersigned Organizer desires to form a limited liability company under the Laws of the State of Florida by delivering these Articles of Organization in duplicate to the Department of State of the State of Florida, in accordance with FLORIDA REVISED LIMITED LIABILITY COMPANY ACT (*the Act*).

**SECTION 2 NAME**

The name of the limited liability company is Main Street Comics & Memorabilia, LLC, a Florida limited liability company (*Company*).

**SECTION 3 DURATION**

The Company will perpetually exist from the filing date of these Articles of Organization with the Department of State of the State of Florida, unless dissolved according to law.

**SECTION 4 COMPANY'S PURPOSE**

The Company's purpose is the sale and resale of comics, memorabilia and jewelry, and to engage in all activities necessary or incidental to that purpose. The Company has all the powers necessary or convenient to carry out its purposes, including the powers granted by the Act.

**SECTION 5 COMPANY'S PRINCIPAL OFFICE AND LOCATION OF RECORDS**

The street address of the principal office in the United States where the Company maintains its records is 415 E. Main Street, Bartow, Florida 33831.

**SECTION 6 REGISTERED AGENT AND REGISTERED OFFICE**

The Company's initial Registered Agent is MARGARET "PEGGY" R. HOYT, ESQUIRE and the Company's initial registered office is located at 254 Plaza Drive, Oviedo, Florida 32765.

**SECTION 7 ADDITIONAL MEMBERS**

The Company has the right to admit additional Members to the Company under the terms and conditions of the Company's Operating Agreement. Any Member who is later admitted as a Member of the Company will have all of the rights and obligations of an original Member under the Operating Agreement. Any transferee of a Member's Interest in the Company must be treated as an Assignee until that transferee is admitted as an Additional or Substitute Member, if ever, under the Operating Agreement.

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STATE OF FLORIDA

## **SECTION 8 OPERATING AGREEMENT AND AUTHORITY**

To the extent not expressly required by and provided for in the Act, the manner in which the Company conducts its business and affairs, the duties and authority of its Members, and the rights and obligations of its Members must be set forth in the Operating Agreement adopted by the initial Members of the Company. This Operating Agreement may be amended from time to time according to its provisions.

## **SECTION 9 MANAGEMENT**

The Company's Members will manage the Company's business. The Members have exclusive authority to act for the Company in all matters. The authorities and duties of the Members are set forth in the Operating Agreement.

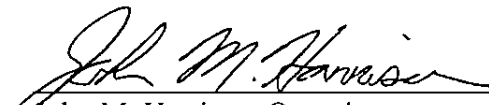
## **SECTION 10 INDEMNIFICATION AND LIABILITY**

As determined by the Members of the Company, the Company may indemnify and advance expenses to a Member, employee, or agent of the Company in connection with any proceeding, to the extent permitted by applicable laws and statutes, the Act, and the Company's Operating Agreement.

## **SECTION 11 TRANSFERABILITY OF INTEREST**

Interest in the Company is nontransferable except as specifically set forth in the Company's Operating Agreement.

Signed on May 21, 2015

  
\_\_\_\_\_  
John M. Harrison, Organizer

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE  
FOR MAIN STREET COMICS & MEMORABILIA, LLC**

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES CHAPTER 605, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Main Street Comics & Memorabilia, LLC.
2. The name and address of the registered agent and office is as follows:

MARGARET "PEGGY" R. HOYT, The Law Offices of Hoyt & Bryan, LLC  
254 Plaza Drive, Oviedo, Florida 32765

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.

  
MARGARET "PEGGY" R. HOYT

May 21, 2015

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