

Division of Corporations

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Florida Department of State  
Division of Corporations  
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Division of Corporations  
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**FLORIDA LIMITED LIABILITY CO.**  
**Hope's Closet Thrift, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
HOPE'S CLOSET THRIFT, LLC**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In accordance with the provisions of the Florida Revised Limited Liability Company Act, Florida Statutes, Chapter 605 (the "Act"), the undersigned, sole organizer of a Florida limited liability company, and an authorized representative of the Member of the Company hereby certify as follows:

**ARTICLE I - NAME**

The name of the limited liability company is: **Hope's Closet Thrift, LLC** (the "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company in the State of Florida is:

**14286 Beach Blvd, Suite 44  
Jacksonville, Florida 32250**

**ARTICLE III - REGISTERED AGENT & OFFICE**

The name and address of the Company's registered agent is:

NAME	ADDRESS
ADVOS legal pllc	5000 Sawgrass Circle, Suite 7 Ponte Vedra Beach, Florida 32082

The Company may designate another registered agent at any time.

**ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE**

The Company will exist perpetually, commencing on the date of the filing of these Articles of Organization with the Florida Department of State.

### ARTICLE V - MANAGEMENT

The Company shall be managed by a Board of Managers (which shall have duties, powers and authority similar to that of a Board of Directors) and shall operate through officers elected by the Board of Managers, all as provided in the Limited Liability Company Operating Agreement of the Members (the "**Operating Agreement**"). Accordingly, the Company is managed by managers who may, but need not, be Members. The persons making up the Board of Managers are designated in the Operating Agreement, as amended from time to time. The current persons making up the Board of Managers include:

NAME	ADDRESS
The Church of Eleven22, Inc.	14286 Beach Blvd, Suite 2 Jacksonville, Florida 32250

### ARTICLE VI - OFFICERS

The name, address, and title of each officer of the Company is:

NAME	ADDRESS	TITLE
Joseph P. Martin	14286 Beach Blvd, Suite 2 Jacksonville, Florida 32250	President
Lars P. Petersen	14286 Beach Blvd, Suite 2 Jacksonville, Florida 32250	Vice President
Paul Larson	14286 Beach Blvd, Suite 2 Jacksonville, Florida 32250	Secretary
Rusty Pritchett	14286 Beach Blvd, Suite 2 Jacksonville, Florida 32250	Treasurer

### ARTICLE VII - OWNERSHIP

Ownership interests in the Company by its Members may, but need not, be evidenced by certificates signed by the president or any vice-president of the Company and by the secretary or any assistant-secretary of the Company. Transfers of certificates are restricted by the terms of the Operating Agreement among the Members of the Company. The Members of the Company shall have the right to admit additional members pursuant to the terms and conditions contained in the Operating Agreement of the Company; any new member agrees to be bound by and to such Operating Agreement.

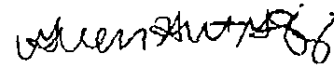
**ARTICLE VIII – OPERATING AGREEMENT**

The management, operation, and ownership of the Company shall be governed by the Operating Agreement. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company.

**ARTICLE IX – LIMITED LIABILITY**

No member, manager, officer, agent or employee of the Company shall be personally liable for the debts or liabilities of the Company or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

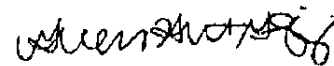
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 16th day of July, 2015, and in accordance with section 605.0201, Florida Statutes, acknowledges that this document constitutes an affirmation under penalties of perjury that the facts stated herein are true and correct and further affirms that the Company has or will have at least one member at the time these Articles of Organization become effective.



ADVOS legal pllc  
Gwen Griggs, Managing Director

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the foregoing Articles of Organization, I hereby accept the appointment as registered agent and agree to act in that 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, Florida Statutes.



ADVOS legal pllc  
Gwen Griggs, Managing Director