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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: N & ME, LLC

Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

Samantha Orender, Esq.

Name of Person

Orender Law

Firm/Company

3832 Baymeadows Road, Suite 10 #112

Address

Jacksonville, FL 32217

City/State and Zip Code

maninoveralls@overalls.life

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Samantha Orender

904

625-7165

at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

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☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
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(additional copy is enclosed)

☐ \$60.00 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 Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
N & ME, LLC

(a Florida Limited Liability Company)

These Amended and Restated Articles of Organization of N & ME, LLC are hereby submitted by N & ME, LLC, pursuant to Section 605.0202 of the Florida Revised Limited Liability Company Act, for the purpose of amending and restating the Articles of Organization of the limited liability company, which were originally filed on January 4, 2016 with an effective date of January 1, 2016. Therefore, N & ME, LLC hereby adopts the following amended and restated Articles of Organization:

ARTICLE I
NAME AND ADDRESS

The name of the Limited Liability Company shall be Overalls, LLC ("Overalls"). The street and mailing address of the principal office of Overalls is 125 East 7th Street, Jacksonville, Florida 32206.

ARTICLE II
REGISTERED OFFICE AND AGENT

The street and mailing address of the registered office of Overalls is 125 East 7th Street, Jacksonville, Florida 32206, and the name of the initial registered agent at that address is Nathan Ballentine.

ARTICLE III
PURPOSE, VALUES & INTENT

Overall's primary purpose is to grow and support others to grow groceries for self and neighbor. Though profit serves Overalls like oxygen sustains the body - an essential, life-giving force that provides ongoing opportunity to create, iterate, grow, and replicate - it is not Overalls' reason for being.

There are, of course, infinite ways to grow and support others to grow groceries for self and neighbor. In pursuit of doing so in the best ways possible, as Overalls innovates, it will balance, like a four-sided seesaw: crop craft excellence, customer experience, cash flow, and community benefit: Crops, Customers, Cash & Community for short.

Overalls' intention is to provide access to fresh, healthy and unpoisoned agricultural abundance for ever more families.

ARTICLE IV ESSENCE OF OVERALLS

The Essence of Overalls is this:

Grow. Savor. Share.

Overalls is rooted strongly, within our families and amidst our cultures, in the lives & stories of food growers and hard-working agriculturalists who have exhibited persistence and dedication in the face of heat & cold, drought & flood, sickness & exhaustion, dirt & dust, weeds & pests, booms & busts, barriers & bigotry, long days & short days, economics & politics. Come what may, they grew on, learning, adapting, and growing some more. More often than not, such farmers grew for market, sure, but also for kin. They raised their family's subsistence. Not necessarily all of it, but parts of it. A portion of the cash crop, like field corn, saved for meal. A vegetable garden. Yard hens. Maybe a milk cow. Then again maybe just a couple rows of greens, sweet corn or a patch of watermelon because there's just nothing like fresh, and they knew it, and they savored it, by-and-large, in company. And, if ever there was a grower of food, there was a sharer of food. Not only food. Overalls have also long shared skills & stories, tools, time, and when they had it, treasure. Family and friends, neighbors & needy, crews & communities have long reaped the rewards of our overalls-clad foremothers and forefathers. During good times, they kept us healthier. In bad times, they kept us alive.

We carry the history of Overalls in our breast pockets, clasp our bibbs to honor & uplift the legacy, & we proudly dirty our overalls to grow, together, a new era of Overalls. In so doing, may we grow community-based, community-rooted good food systems that work better for everyone.

We proudly put on our overalls to grow, savor, & share and through it all, to the best of our abilities, we, literally, work & support others to:

- grow food as close as possible to where people live
- provide food to family & community that is both unpoisoned & healthy
- foster fairness in the food system so that neither farmers, farm workers, nor families need get the short end of the stick
- make sure everyone has bountiful access to good, healthy food
- sit back & savor the fruits of our labor & the wonders of life
- share goodness in its many forms: food, time, treasure, knowledge, stories.

May we grow together!

ARTICLE V
AUTHORIZED PERSONS

The name and address of each person authorized to manage and control Overalls are as follows:

Nathan Ballentine
AMBR, Active Partner
125 East 7th Street
Jacksonville, Florida 32206

Mary Elizabeth Ballentine
AMBR, Investor Partner
125 East 7th Street
Jacksonville, Florida 32206

ARTICLE VI
EFFECTIVE DATE

These Amended and Restated Articles of Organization shall be effective as of September 16, 2024, marking 15 years since the Overalls enterprise first sprouted and began to grow.

ARTICLE VII
AMENDMENT

These Amended and Restated Articles of Organization may be further amended in the manner provided by law.

Registered Agent Change of Address

This document reflects a change in the registered office address. I hereby confirm that Overalls, LLC has been notified in writing of this change.


Nathan Ballentine, Registered Agent

2. These Amended and Restated Articles of Organization were adopted by the members of the Company effective as of September 16, 2024.

IN WITNESS WHEREOF, the undersigned Manager of Overalls, LLC, has executed these Articles of Amendment this 16th day of September, 2024.

OVERALLS, LLC

By: Nathan Ballentine
Name: Nathan Ballentine
Its: Active Partner