

# L160000/0961

Florida Department of State  
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To:

Division of Corporations  
Fax Number : (850)617-6381

From:

Account Name : MORRISON & MILLS, P.A.  
Account Number : I20000000030  
Phone : (813)258-3311  
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**FLORIDA LIMITED LIABILITY CO.  
M & M LOAN HOLDINGS, LLC**

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## ARTICLES OF ORGANIZATION

OF

### M & M LOAN HOLDINGS, LLC

The undersigned organizer, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

#### ARTICLE I - NAME

The name of this limited liability company shall be M & M LOAN HOLDINGS, LLC (hereinafter the "Company")

#### ARTICLE II - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business in accordance with the laws of Florida as enumerated in the Florida Limited Liability Company Act.

#### ARTICLE III - DURATION

This Company shall have perpetual existence.

#### ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE

The mailing and street address and location of the principal offices of the Company shall be 1200 W. Platt Street, Suite 100, Tampa, Florida 33606, but the Company shall have the power to establish branch offices and other places of business at such other places within or without the state of Florida as may be determined and deemed expedient by the Members.

#### ARTICLE V - REGISTERED AGENT

The name and street address of the initial registered agent of this Company shall be Frederick J. Mills, Esquire, of Morrison & Mills, P.A., at 1200 W. Platt Street, Suite 100, Tampa, Florida 33606.

#### ARTICLE VI - MANAGEMENT

The management of the affairs of this Company shall be delegated to a manager. The Members have unanimously agreed in writing to have this Company shall initially have two (2) Managers, namely Frederick J. Mills and Paul V. Mellini. Only one (1) Managers' signature is required for the Company to transact business and either Manager may sign for the Company. In the event that either Manager is unable or unwilling to continue to serve as Manager, then the Members shall appoint or elect a successor Manager of the Company.

#### ARTICLE VII - ANNUAL MEETING

The time and place of the annual Members' meeting shall be the 15th day of March of each and every year at the principal offices of the Company unless otherwise fixed in the Regulations or by a resolution of the Members, and the Members may waive notice thereof before or after the meeting.

#### ARTICLE VIII - POWERS

This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act.

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#### **ARTICLE IX - AMENDMENTS**

This Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto by unanimous affirmative vote of all of the Members of the Company at the time of such proposed amendment, and any right conferred upon the Members is subject to this reservation.

#### **ARTICLE X - CONTINUATION OF EXISTENCE**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Member or Members of the Company shall have a right, by affirmative vote, to continue the existence and business of the Company.

#### **ARTICLE XI - OPERATING AGREEMENT**

The Members, if they so choose, may adopt an Operating Agreement to govern the business affairs of this Company. In the event an Operating Agreement is not adopted by the members then the majority vote of the members shall determine the vote of the members for any matters that come to the vote of the Members. The Operating Agreement may thereafter be repealed or altered only upon affirmative vote of all of the Members of the Company at the time of such proposed amendment.

#### **ARTICLE XIII - CONTRIBUTIONS**

The amount of cash, the description and agreed value of other non-cash contributions, and the amount or description of property anticipated to be contributed by the Members shall be addressed, if at all, in a document separate and distinct from these Articles.

#### **ARTICLE XIV - ADDITIONAL CONTRIBUTIONS**

Each Member of the Company shall make additional capital contributions to the Company only upon the unanimous consent of all of the Members.

#### **ARTICLE XV - TAX STATUS**

This Company shall be treated as a partnership for federal tax purposes.

#### **ARTICLE XVI - INDEMNIFICATION**

The Company shall defend, indemnify and hold harmless any person who was or is a party defendant or is threatened to be made a party defendant, in any pending or completed action, lawsuit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in

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the right of the Company) by reason of the fact that he/she/it is or was a Member, Manager, employee or agent of the Company, or is or was serving at the request of the Company, for instant expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred in connection with such action, suit or proceeding if the Members determine that he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Company, and with respect to any criminal action proceeding, has no reasonable cause to believe his/her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of "no contest" or its equivalent, shall not in itself create a presumption that the person did or did not act in good faith and in a manner which he reasonably believed to be in the best interest of the Company, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his/her conduct was lawful.

IN WITNESS WHEREOF, the undersigned Organizer has hereunto set his hand and seal, acknowledged, and filed the foregoing Articles of Organization under the existing laws of the State of Florida.

  
Frederick J. Mills, as Organizer

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of January 2016, by Frederick J. Mills, who is personally known to me or who has produced identification.

  
NOTARY PUBLIC, STATE OF FLORIDA  
Patti N. Sutter



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STATEMENT OF ACCEPTANCE  
OF APPOINTMENT AS REGISTERED  
FOR  
M & M LOAN HOLDINGS, LLC

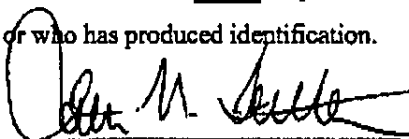
Having been named in the Articles of Organization of M & M LOAN HOLDINGS, LLC, as Registered Agent to accept service of process for the aforesaid company at its registered office at 1200 West Platt Street, Suite 100, Tampa, Florida 33606, the undersigned does hereby agree to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties, including those duties and obligations specified in the Florida Limited Liability Company Act.

By:   
Frederick J. Mills, Registered Agent

DATE: January 20 2016

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20 day of January, 2016, by Frederick J. Mills, Esq. who is personally known to me or who has produced identification.

  
NOTARY PUBLIC, STATE OF FLORIDA

Print Name: Patti N. Sutler  
My Commission Expires:  
My Commission No. is:



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