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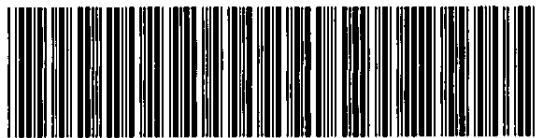
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## CAPITAL CONNECTION, INC.

• 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PENKWIN PROPERTIES, LLC

Signature \_\_\_\_\_

Requested by: Seth

03/30/16

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
PENKWIN PROPERTIES, LLC**

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THE UNDERSIGNED, as the initial members of PENKWIN PROPERTIES, LLC, a Florida limited liability company formed hereunder (the "Company"), hereby forms a limited liability company under the laws of the State of Florida.

**ARTICLE I  
COMPANY NAME**

The name of this Company is: PENKWIN PROPERTIES, LLC.

**ARTICLE II  
COMMENCEMENT AND TERM OF EXISTENCE**

In accordance with Section 605.0201(4) of the Florida Revised Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon the filing of these executed Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

**ARTICLE III  
MAILING ADDRESS OF COMPANY**

The mailing address of this Company is:

1440 NW 2<sup>nd</sup> Avenue  
Fort Lauderdale, FL 33311

**ARTICLE IV  
STREET ADDRESS OF COMPANY**

The street address of the principal office of the Company is:

1440 NW 2<sup>nd</sup> Avenue  
Fort Lauderdale, FL 33311

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**ARTICLE V**  
**REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

DEAN J. TRANTALIS, ESQ.  
2255 Wilton Dr.  
Wilton Manors, FL 33305

**ARTICLE VI**  
**ADMISSION OF ADDITIONAL MEMBERS**

Pursuant to Section 605.0401 of the Act, the Company may admit additional members upon the affirmative vote of a majority of those managers of the Company in attendance at a duly called meeting of the managers at which a quorum exists or by written consent of a majority of the majority of the managers of the Company. Any new member which is approved by the managers of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the managers, and upon such member's agreement to comply with these Articles of Organization, the Operating agreement and such other documents, statutes, rules, regulations, or guidelines as the managers from time to time determine in their sole discretion.

**ARTICLE VII**  
**RIGHT OF ASSIGNEE TO BECOME A MEMBER**

Except as may be otherwise provided in the Operating Agreement, an assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the company, upon the affirmation vote of a majority of all of the members of the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Operating Agreement, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Operating Agreement of the Company.

**ARTICLE VIII**  
**DISSOLUTION OF COMPANY**

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

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of a member in the Company, the Company shall remain in existence unless dissolved by the remaining members of the Company, at a duly called meeting for such purpose.

## **ARTICLE IX** **MANAGERS**

The Company shall be managed by managers. The name and address of the initial managers are set forth below. The managers shall serve as managers until the first annual meeting of members or until its successors are elected and qualify.

Initial Manager/Member:   PATRICK S. VIDA  
                                  1520 NW 2<sup>nd</sup> Avenue  
                                  Fort Lauderdale, FL 33311

## **ARTICLE X** **RETURN OF CAPITAL**

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

## **ARTICLE XI** **AMENDMENT TO ARTICLES OF ORGANIZATION**

Members may adopt, alter, amend, or repeal any provision of the Articles of Organization upon the affirmative vote of a majority of all of the members of the company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

## **ARTICLE XII** **AMENDMENT OF OPERATING AGREEMENT**

Pursuant to Section 605.04073 of the Act, the managers of the Company may adopt, alter, amend or repeal any provision of the Operating Agreement upon the affirmative vote of the members of the Company at a meeting of the managers duly called at which a quorum exists or by written consent of all of the managers of the Company; provided however any provision which has been previously adopted, altered or amended by the members and which states that it may only be amended, altered or repealed by the members, may not be altered, amended or repealed by the managers but shall only be amended, altered or repealed upon the affirmative vote of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of all of the members of the Company.

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IN WITNESS WHEREOF, the undersigned as the initial members of the Company have executed the foregoing Articles of Organization as of this 30<sup>th</sup> day of March, 2016.

**INITIAL MEMBERS:**

  
\_\_\_\_\_  
PATRICK S. VIDA  
Member

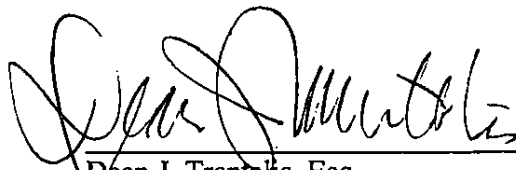
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**CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 605.0113(2) of the Florida Revised  
Limited Liability Company Act:

Having been appointed as registered agent of PENKWIN  
PROPERTIES, LLC, a Florida limited liability company in its Articles of  
Organization, at the place designated in such Articles of Organization, the  
undersigned hereby agrees to act in this capacity and affirms that he is familiar  
with, and accepts the obligations of such position.

Dated this 30 day of March, 2016.



Dean J. Trantals, Esq.

2255 Wilton Dr.

Wilton Manors, FL 33305

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