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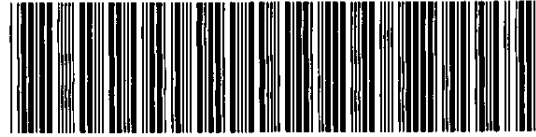
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16 APR 29 PM 12:04
APR 29 2016

MAY 10 2016
S. GILBERT

BOND SCHOENECK & KING

4001 Tamiami Trail North, Suite 250 | Naples, FL 34103-3555 | bsk.com

TERRY L. CRAIG
tcraig@bsk.com
P: 239-659-3816

April 28, 2016

Via Federal Express

Florida Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Organization of William G. Charbonneau, PLLC


Dear Sir/Madam:

Enclosed are the original Articles of Organization for William G. Charbonneau, PLLC for filing with the State of Florida along with our firm's check in the amount of \$125.00 for the filing fee and registered agent fee. We also enclose an extra copy of the Articles of Organization to be date and time stamped and returned to our office in the enclosed pre-addressed stamped envelope.

Thank you and please contact us if you have any questions.

Sincerely,

BOND, SCHOENECK & KING, PLLC


Terry L. Craig
Administrative Assistant

/TLC

Enclosures

ARTICLES OF ORGANIZATION
OF
WILLIAM G. CHARBONNEAU, PLLC
[A Florida Professional Service Limited Liability Company]

FILED
16 APR 29 PM 12:04
TALLAHASSEE, FLORIDA
STATE

Article 1. Name. The name of the Company is William G. Charbonneau, PLLC (the "**Company**").

Article 2. Principal Office and Mailing Address. The street address of the initial principal office and the initial mailing address of the Company is 1326 Egrets Landing, #202, Naples, FL 34108. The Manager or authorized Members may from time to time designate a new principal office.

Article 3. Registered Office and Agent. The registered office of the Company is 1326 Egrets Landing, #202, Naples, FL 34108. The name of the registered agent at the registered office is William G. Charbonneau. The Manager or authorized Members may from time to time designate a new registered office and agent.

Article 4. Management. The Company is a Member-managed professional service limited liability company pursuant to Section 605.0407, F.S. The initial authorized Member is William G. Charbonneau, 1326 Egrets Landing, #202, Naples, FL 34108.

Article 5. Effective Date and Term. The Company's existence shall begin on the date these Articles of Organization are filed with the Florida Department of State, Division of Corporations. The duration (term) of the Company is perpetual.

Article 6. Purposes, Powers and Restrictions on Activities. The Company is a professional services limited liability company under Chapters 605 and 621, F.S. The purposes for which the Company is organized are the following:

A. To provide the professional services that may be provided by a Florida real estate sales associate, licensed under and authorized pursuant to Chapter 475, F.S.,

B. To exercise all rights and powers conferred by the laws of the State of Florida on professional services limited liability companies, including but not limited to those set forth in Chapters 605 and 621, F.S., including but not limited to the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

C. To engage in and transact any other lawful activity, necessary, proper or convenient to accomplish any of the above purposes, and to do every other act incidental, necessary or desirable to the Company purposes that is not forbidden by Florida law or by the provisions of these Articles of Organization.

Article 7. Professional Services Limited Liability Company Provisions

A. **Limitation on Rendition of Professional Services.** This Company may not render professional services except through its Members, managers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Florida. As used in these Articles of Organization, the term "employee," shall not be interpreted to include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a Florida real estate sales associate license or other legal authorization is required. Nothing in these Articles of Organization or the Operating Agreement of the Company shall be interpreted to require that the right of an individual to be a Member of this Company is dependent upon the present or future existence of an employment relationship between the individual and this Company, or the individual's present or future active participation in any capacity in the production of the income of this Company or in the performance of the services rendered by this Company.

B. **Liability of Officers, Agents, and Employees.** Any Member, manager, employee or agent of this Company shall be personally liable and accountable only for negligent or wrongful acts or misconduct committed by that person, or by any person under that person's direct supervision and control, while rendering professional services on behalf of this Company to the person for whom such professional services were being rendered. In all other circumstances, the personal liability of the Members of this Company, in their capacity as Members of this Company, shall be no greater in any aspect than that of a Member-employee of a Company organized under Chapter 605 of the Florida Statutes. The Company shall be liable up to the full value of its property for any negligent or wrongful acts or misconduct committed by any of its Members, managers or employees while they are engaged on behalf of the Company in the rendering of professional services.

C. **Limitation on Business Transactions and Investment of Funds.** This Company shall not engage in any business other than the rendering of professional services for which it was specifically organized. Provided, however, nothing in these Articles of Organization shall be interpreted to prohibit this Company from investing its funds in real estate, mortgages, stocks, bonds or any other type of investments, or from owning real or personal property necessary for the rendering of professional services.

D. **Limitation on Transfer of Ownership.** No person shall be admitted as a Member of this Company unless such person is a professional corporation, a professional limited liability company or an individual, each of which must be duly licensed or otherwise legally authorized to render the same specific professional services as those for which Company is organized. No Member of this Company shall enter into any type of agreement vesting another person with the authority to exercise any of that Member's voting power in the Company.

E. **Disqualification of a Member, Manager, Employee or Agent.** If any Member, manager, employee or agent of this Company who has been rendering professional service to the public becomes legally disqualified to render such professional services or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, that person shall sever immediately all employment with, and financial interests in, the Company.

F. **Alienation of Membership Interests.** No Member of this Company may sell or transfer the Member's membership interests in this Company except to another professional services company, professional services limited liability company or individual, each of which must be eligible to be a Member of this Company.

G. **Name.** The Company may render professional services and exercise its authorized powers under a name that is identical to its name or contains any one or more of the last names of any Member included in such name except that the designation "PLLC" may be omitted, provided that this Company has first registered the name to be so used in the manner required for the registration of fictitious names.

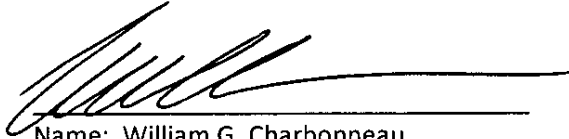
Article 8. Indemnification. Subject to the conditions of this Article 8, the Company shall indemnify each Member and manager, including former Members and managers, to the fullest extent allowed by law. These indemnification provisions shall not be automatic and shall apply only when the Company's Members approve such settlement and authorize reimbursement for the costs and expenses of the settlement as in the best interest of the Company. In instances where a Member or manager admits or is adjudged guilty of willful misfeasance or malfeasance in the performance of a Member's or manager's duties, these indemnification provisions shall not apply. Otherwise, these rights to indemnification shall be in addition to and not exclusive of any and all rights of indemnification to which a manager and Member may be entitled whether by statute or common law. The rights to indemnification of a Member or manager shall also extend to any entity other than the Company that is found responsible or liable for the actions of such individuals in their capacity as a Member or manager.

Article 9. Authorized Representative. The following is the name and address of the person authorized by the prospective Member to form the Company by executing and filing these articles of organization with the Florida Department of State: William G. Charbonneau, 1326 Egrets Landing, #202, Naples, FL 34108.

Article 10. Amendment. The Members reserve the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them in accordance with the Operating Agreement of the Company. Any right conferred upon a Member or Manager is subject to this reservation.

REMAINDER OF PAGE INTENTIONALLY BLANK; SIGNATURE PAGE FOLLOWS

IN WITNESS WHEREOF, the undersigned, being the Authorized Representative of the Company, has signed these Articles of Organization effective as of April 28, 2016.

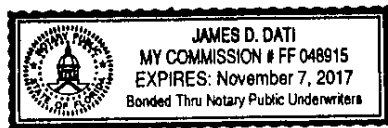


Name: William G. Charbonneau
Title: Authorized Representative

STATE OF FLORIDA)
)
COUNTY OF COLLIER) ss.:

The foregoing instrument was acknowledged before me on April 28, 2016 by William G. Charbonneau, in his capacity as the Authorized Representative of the sole Member of William G. Charbonneau, PLLC, ☒ who is personally known to me or ☐ who produced _____ as identification, and who acknowledged to and before me that s/he executed the instrument for the purposes therein expressed.

[SEAL]



Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of William G. Charbonneau, PLLC, a Florida professional services limited liability company that is contained in the foregoing Articles of Organization. I am familiar with and accept the obligations of my position as registered agent.

Date: April 28, 2016.



Name: William G. Charbonneau
Title: Registered Agent