

Division of Corporations

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Florida Department of State  
Division of Corporations  
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FLORIDA LIMITED LIABILITY CO.  
DISTILLERY 98, LLC

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**ARTICLES OF ORGANIZATION  
OF  
DISTILLERY 98, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 605, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be Distillery 98, LLC (hereinafter the "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company shall be:

**Distillery 98, LLC**  
c/o Harrison Holditch  
136 Coopersmith Lane  
Watersound, Florida 32481

**ARTICLE III - DURATION**

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is:

**Joy Marler Masters, Esq.**  
Burke Blue Hutchison  
Walters & Smith, P.A.  
221 McKenzie Avenue  
Panama City, FL 32401

THIS DOCUMENT PREPARED BY:  
Joy Marler Masters  
Florida Bar #0854601  
Burke Blue Hutchison Walters & Smith, P.A.  
P.O. Box 70  
Panama City, Florida 32402  
(850) 786-1414

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#### **ARTICLE V - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the company the cash or property set forth in the Operating Agreement of the members.

#### **ARTICLE VI - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company and Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approves of the proposed transfer by unanimous written consent.

#### **ARTICLE VII - TERMINATION OF EXISTENCE**

The company shall be dissolved on the death, bankruptcy, insanity, retirement, resignation, expulsion or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

#### **ARTICLE VIII - MANAGEMENT**

The Company shall be manager managed in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The initial manager of the Company shall be Harrison Holditch. The names and addresses of the members of the Company are:

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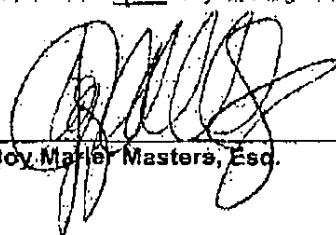
NAME

ADDRESS

Harrison Holditch

135 Coopersmith Lane  
Watersound, Florida 32461

IN WITNESS WHEREOF, the undersigned authorized representative has made and  
subscribed these Articles of Organization at Panama City, Florida, on this 18<sup>th</sup> day of August,  
2016.

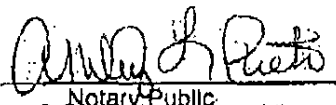
  
Joy Marlar Masters, Esq.

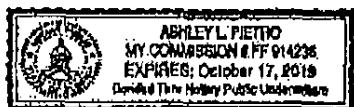
STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of August, 2016, by  
Joy Marlar Masters, Esq. who: (notary must check applicable box)

- ☒ is personally known to me.  
☐ produced a current \_\_\_\_\_ driver's license as identification.  
☐ produced \_\_\_\_\_ as identification.

(SEAL)

  
Notary Public  
ASHLEY L. PIETRO  
(Print Name)

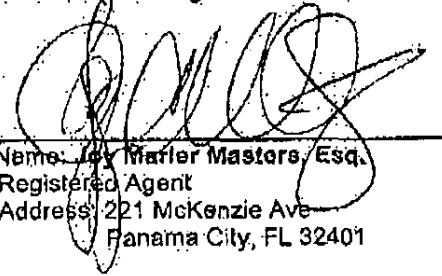


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### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Distillery 98, LLC, as registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the positions of registered agent.



Name: Jay Marler Masters, Esq.  
Registered Agent  
Address: 221 McKenzie Ave  
Panama City, FL 32401

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