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Email Address: Duncan@TheGiltComplex.com

FLORIDA LIMITED LIABILITY CO.  
The Gilt Complex, LLC

Certificate of Status	0
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## ARTICLES OF ORGANIZATION

OF

**THE GILT COMPLEX, LLC**  
a Florida limited liability company

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

### ARTICLE I

Name. The name of the limited liability company (hereinafter referred to as the "Company") is "THE GILT COMPLEX, LLC."

### ARTICLE II

Address. The mailing address and street address of the principal office of the Company is 3832 SE Dixie Highway, Stuart, Florida 34997.

### ARTICLE III

Duration. The period of duration of the Company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State. The Company may be dissolved upon the affirmative vote or written consent of at least two-thirds (2/3rds) of the members of the Governing Board and the affirmative vote or consent of a majority of the Members in the Company, as further provided in the Operating Agreement of the Company.

### ARTICLE IV

Nature of Company. The general nature of the business to be transacted by the Company under these Articles of Organization shall be: (a) to own and operate a business which engages in art restoration, art framing, art appraisal, gilding and frame restoration; (b) to undertake any and all other activities necessary to accomplish or reasonably related to the above, and (c) to engage in any other activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

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#### ARTICLE V

Registered Agent and Office. The name of Company's initial registered agent in Florida is Lawrence E. Crary III, Esquire. The address of Company's registered office in Florida is 759 SW Federal Highway, Suite 106, Stuart, Florida 34994.

#### ARTICLE VI

Management. The Company is to be managed by one or more Managers. The initial Managers who will serve until their successors are elected are:

NAME:

Duncan L. Hurd

Pamela R. Hurd

ADDRESS:

3832 SE Dixie Highway  
Stuart, Florida 34997

3832 SE Dixie Highway  
Stuart, Florida 34997

#### ARTICLE VII

Admission of New Members. Additional members may be admitted only on the approval of at least two-thirds (2/3rds) of the Members of the Company. The Governing Board of the Company shall determine the amount and nature of contributions to be made by new Members at the time the new Members are admitted.

#### ARTICLE VIII

Continuation of Business. The remaining members of the Company have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

#### ARTICLE IX

Amendment of Articles. These Articles of Organization shall be amended as follows: every proposed amendment to these Articles of Organization shall require the approval by the Manager, whereupon it shall be proposed to the Governing Board and all Members, and, for adoption, shall require the approval at a Member's meeting by the affirmative vote of Members owning at least two-thirds (2/3rds) of the membership interests in the Company; alternatively, Members owning at least two-thirds (2/3rds) of the aggregate membership interests in the Company may sign a written statement adopting the proposed Amendment to these Articles of Organization.

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ARTICLE X

Operating Agreement. The Operating Agreement of the Company shall be made, altered or rescinded by the vote of Members owning at least two-thirds (2/3rds) of the membership interests in the Company at a meeting of the Members; alternatively, Members owning at least two-thirds (2/3rds) of the aggregate membership interests in the Company may sign a written statement adopting the proposed Operating Agreement or changes thereto.

ARTICLE XI


Organizing Member. The name and address of the initial organizing member, who is a member of the Company, is as follows:

NAME:  
Duncan L. Hurd

ADDRESS:  
3832 SE Dixie Highway  
Stuart, Florida 34997

IN WITNESS WHEREOF, I have executed these Articles of Organization on this  
31st day of August, 2016.

MEMBER:

  
Duncan L. Hurd


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STATEMENT ACCEPTING APPOINTMENT  
AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I am familiar with and accept the obligations of my position as registered agent under Chapter 605, Florida Statutes.

  
Lawrence E. Crary III  
Registered Agent

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TALLAHASSEE, FLORIDA

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