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C. GOLDEN

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COVER LETTER

	gistration Section vision of Corporations		-ৰ		
SUBJECT:	SMITH CELADON INVESTMEN	TS, L.L.C.			
30202011		imited Liabil	ity Company		
The enclose	d Articles of Organization and fee(s)	are submitted	for filing.		
Please retur	n all correspondence concerning this t	matter to the f	ollowing:		
	STUART E. GOLDBERG				
•		Name of	Person		
	LAW OFFICES OF STUART E. GO)LDBERG, P	L		
		Firm/Co	mpany		
	POST OFFICE BOX 12458				
•		Addr	ess		
	TALLAHASSEE, FL 32317				
	tbs 5901@91	City/State an	d Zip Code		
	E-mail address: (to be use	· · · · · · · · · · · · · · · · · · ·			
For further in	formation concerning this matter, plea	ase call:			
	Stuart Goldberg	850	222-4000		
-		Area Code	Daytime Telephone Numb		
Enclosed is	a check for the following amount:				
stage- : enve	ing Fee \$130.00 Filing Fee & Certificate of Status Lope enclosed for re	Certifi (addition	ed Copy al copy is enclosed) Cer	50.00 Filing Fee, rtificate of Status & rtified Copy tional copy is enclosed)	
o para			Certificate.	: <u>.</u> . 	
	Mailing Address New Filing Section		Street Address New Filing Section	96	
	Division of Corporations P.O. Box 6327		Division of Corporations Clifton Building		
	Tallahassee, FL 32314		2661 Executive Center Circle Tallahassee, FL 32301	1 :	
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ARTICLES OF ORGANIZATION

FILED 16 007 -5 (2.4) 19

OF

SMITH CELADON INVESTMENTS, L.L.C.

The undersigned, under the provisions of Chapter 605 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

Article I. Name

The name of this limited liability company is Smith Celadon Investments, L.L.C. ("the Company").

Article II. Duration

Unless earlier terminated under the law or the Operating Agreement, the duration of the Company shall be perpetual.

Article III. Address of Principal Office

The street address and the mailing address of the principal office of the Company is 4340 Greensboro Highway, Quincy, Florida 32351.

Article IV. Initial Registered Agent and Address

The name and street address of the initial registered agent of the Company is Stuart E. Goldberg, 2039 Centre Pointe Boulevard, Suite 201, Tallahassee, Florida 32308.

Article V. Admission of Additional Members

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon 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 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 to become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

Article VI. Members' Rights to Continue Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company, provided that all remaining members consent to the continuation and there is at least one remaining member.

Article VII. Management

The Company is a manager-managed company. The name and address of the initial manager of the Company are:

Thomas B. Smith 4340 Greensboro Highway Quincy, Florida 32351

Article VIII. Indemnification

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent possible under the law.

Under penalties of perjury, I, Thomas B. Smith, declare that I have read the foregoing Articles of Organization and the facts stated in it are true.

Signed at Tallahassee, Leon County, Florida, on the ________

Thomas B. Smith, Trustee of the Thomas B. Smith Revocable Trust Agreement dated December 22, 1998, as amended and restated Sole Member

Articles of Organization Page

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 605.0113 of the Florida Statutes (2015), the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the limited liability company is Smith Celadon Investments, L.L.C.
- 2. The name and address of the registered agent and office is Stuart E. Goldberg, 2039 Centre Pointe Boulevard, Suite 201, Tallahassee, Florida 32308.

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signed at Tallahassee, Leon County, Florida, on the day of October, 2016.

Stuart E. Goldberg
