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February 13, 2017

#### VIA U.S. MAIL

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: MONEY BRICKS MUSCLE ENTERTAINMENT, LLC

Dear Sir or Madam,

Enclosed please find one original and a copy of the Articles of Organization for MONEY BRICKS MUSCLE ENTERTAINMENT, LLC. Also enclosed is a check in the amount of \$125.00 to cover the filing fee as well as the Certificate of Status and the Certified Copy.

Please return a certified copy to me with the stamped in date and your cover letter indicating the document number.

Thank you for your attention to this matter.

Raymond A. Traendly

RAT/av Enclosures

# ARTICLES OF ORGANIZATION OF MONEY BRICKS MUSCLE ENTERTAINMENT, LLC

The undersigned initial Members to these Articles of Organization, natural persons competent to contract, hereby form a Limited Liability Company under the laws of the State of Florida.

# ARTICLE I - NAME

The name of the Limited Liability Company is MONEY BRICKS MUSCLE ENTERTAINMENT, LLC.

#### **ARTICLE II - PRINCIPAL OFFICE**

The initial street address of the principal office of this corporation is to be at 1746 E. Silver Star Road, Suite 119, Ocoee, Florida 34761. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

#### **ARTICLE III - NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this Limited Liability Company is as follows:

- (a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the Limited Liability Company. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improve or unimproved, or any right or interest therein.
- (b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the Limited Liability Company, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by the Limited Liability Company.
- (c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of Limited Liability Company property, or other instruments to secure the payment of Limited Liability Company indebtedness as required.
- (d) To purchase the business assets of any business entity and engage in the same character of business.

- (e) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other character of business.
- (f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (g) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation, or calculated to facilitate the same.
- (h) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like Limited Liability Companies.
- (i) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

#### **ARTICLE IV - EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### **ARTICLE V - MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### <u>ARTICLE VI - INITIAL CAPITAL</u>

The amount of the capital with which this Limited Liability Company shall begin business is \$500.00.

# **ARTICLE VII - TERM OF EXISTENCE**

This Limited Liability Company shall have perpetual existence.

#### **ARTICLE VIII - INITIAL MEMBERS**

The names and street addresses of each person authorized to manage and control the Limited Liability Company are as follows:

TITLE NAME AND ADDRESS

AMBR William Paul Odom

1746 E. Silver Star Road

Suite 119

Ocoee, FL 34761

MGR William Paul Odom

1746 E. Silver Star Road

Suite 119

Ocoee, FL 34761

#### <u>ARTICLE IX – MANAGEMENT</u>

The Limited Liability Company shall be a manager-managed company.

#### **ARTICLE X - EFFECTIVE DATE**

These Articles of Organization shall be effective on the date they are filed with the State of Florida, Division of Corporations.

## **ARTICLE XI - REGISTERED AGENT**

The registered agent of this Limited Liability Company shall be:

**NAME** 

**ADDRESS** 

William Paul Odom

1746 E. Silver Star Road Suite 119 Ocoee, FL 34761

### **ARTICLE XII - AMENDMENT**

These Articles of Organization may be amended in the manner provided by law.

IN WITNESS WHEREOF, We have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida this 10<sup>th</sup> day of February, 2017.

(In accordance with Section 605.0203, Florida Statutes, the execution of this Document constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

William Paul Odom

1746 E. Silver Star Road

Suite 119

Ocoee, FL 34761 Title: Manager I understand that I am swearing or affirming under oath to the truthfulness of the claims made in this petition and that the punishment for knowingly making a false statement includes fines and/or imprisonment.

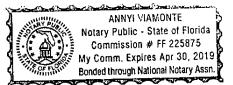
Affiant

2/16/17 Date

I HEREBY CERTIFY, on this day, before me, an officer duly authorized in the State and County aforementioned to take acknowledgments, personally appeared, WILLIAM PAUL ODOM, who is personally known to me or produced FANO350935890230 as identification, and who is the same individual described herein and who executed the foregoing and he/she acknowledged before me that he/she executed the same.

SWORN TO AND SUBSCRIBED before me this / D day of February, 2017

SEAL:



NOTARY PUBLIC State of Florida

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 605, F.S.

William Paul Odom

DATE: Z 10 1