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Florida Department of State
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Way Out Whitfield LLC

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ARTICLES OF ORGANIZATION
of
WAY OUT WHITFIELD LLC
a Florida Limited Liability Company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

ARTICLE ONE: NAME

The name of the Company is Way Out Whitfield LLC.

ARTICLE TWO: PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Company shall be located at 3908 26th St W, Bradenton, FL 34205, and its mailing address shall be the same as its principal office address, until and unless such principal office location or mailing address is subsequently changed by the Company. The Company may also establish and maintain any other locations or mailing addresses as is determined by the Company to be appropriate.

ARTICLE THREE: COMMENCEMENT AND DURATION

The Company shall commence its existence on 1 September 2017 and it shall exist perpetually thereafter until and unless terminated in accordance with its Operating Agreement or otherwise dissolved according to law.

ARTICLE FOUR: OPERATING AGREEMENT

The Company shall adopt an Operating Agreement by affirmative unanimous vote or consent of all the Members of the Company, which may thereafter be amended or repealed only in accordance with the terms thereof. The Operating Agreement must be in writing and shall be signed by all Members, establishing their consent thereto.

ARTICLE FIVE: MEMBERSHIP

The initial Members of the Company are those one or more persons or entities joining in execution of the Operating Agreement, each such Member having the percentage, proportion, or fractional part specified therein, referred to as a Membership Interest. The initial Members authorize the undersigned signatory of these Articles of Organization to submit the same for filing with the Florida Department of State, as their authorized representative.

Additional Members shall be admitted to the Company only in accordance with the Operating Agreement. No Membership Interest may be transferred and no additional Members shall be admitted to the Company except as specifically set forth in the Operating Agreement and in strict compliance therewith.

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The Company may become the beneficiary of one or more trusts established pursuant to the Florida Land Trust Act. If so, then the Members (and only the Members) shall have full, complete, and exclusive authority to act for and bind the Company regarding any beneficial interests in any such trusts, including, but not limited to, the right enter into, sign, and bind the Company to land trust agreements; to direct the Trustees of any trusts established thereunder to act or to refrain from acting in behalf of the Company, as beneficiary thereof; to assign, convey, encumber, or pledge the Company's beneficial interests therein; and to take all other actions, give all other directions, and make all other determinations in the name and in behalf of the Company as may be done by the Company, as such beneficiary. The Manager of the Company shall have no such authority.

ARTICLE SIX: MANAGEMENT AND AGENCY

The Company shall be a manager-managed Company and it shall be managed by one Manager appointed by the Members in accordance with the Operating Agreement. Until such time as a successor Manager is appointed by the Members, the Manager of the Company shall be Agency Agents, LLC, a Florida limited liability company, whose address is 3908 26th St W, Bradenton, FL 34205.

The Company may become the beneficiary of one or more trusts established pursuant to the Florida Land Trust Act. If so, then only the Members of the Company (and not the Manager) shall have authority to act for and bind the Company regarding any beneficial interests in any such trusts and to give any directions to the Trustees thereof. The Manager shall have no such authority.

The Manager may from time-to-time adopt resolutions of the Company appointing one or more agents who are granted authority to undertake various actions specified therein and to bind the Company with respect thereto, the same as the Manager could itself undertake, including (but not limited to) delegation of the right to sell, convey, purchase, acquire, mortgage, encumber, and lease real property and the right to sign and deliver, in the Company's name and behalf, deeds, mortgages, promissory notes, leases, contracts, assignments, and all other documents deemed appropriate by such agent to carry out such grant and delegation. Any such appointed agent shall be entitled to reimbursement of expenses reasonably incurred in behalf of the Company, shall be indemnified and held harmless by the Company for any claims, and shall not be liable for any acts or decisions made in good faith.

ARTICLE SEVEN: REGISTERED OFFICE AND AGENT

The Registered Office of the Company is at 3908 26th St W, Bradenton, FL 34205, and the Registered Agent that the Company has is Agency Agents, LLC, a Florida limited liability company. The Company may subsequently change either or both the Registered Office and Registered Agent from time-to-time hereafter.

ARTICLE EIGHT: AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended only upon the affirmative unanimous vote or consent thereto of all the Members.

In Witness Whereof, these Articles of Organization are executed on 1 September 2017 by Marc H. Feldman, as authorized representative for the initial Member or Members of the Company.


Marc H. Feldman

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ACCEPTANCE OF APPOINTMENT
as
REGISTERED AGENT

Agency Agents, LLC, a Florida limited liability company, hereby accepts its appointment as Registered Agent for Way Out Whitfield LLC, a Florida limited liability company, and will maintain the Registered Office of the Company in Manatee County, Florida, at 3908 26th St W, Bradenton, FL 34205.

Agency Agents, LLC, is familiar with and accepts the obligations imposed upon it as Registered Agent under Florida law.

Dated: 2 September 2017.



Agency Agents, LLC,
a Florida limited liability company,

by: 

Marc H. Feldman, Manager

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