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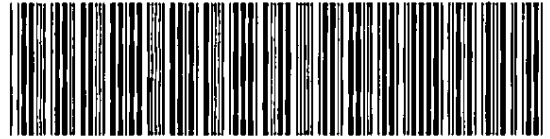
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T SCHROEDER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

McNulty Counseling & Wellness, LLC

Signature _____

Requested by: Seth

12/01/17

Name

Date

Time

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____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
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____ Art. of Amend. File _____
____ RA Resignation _____
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____ Certificate of Fictitious Name _____
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____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
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____ UCC 1 or 3 File _____
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ARTICLES OF ORGANIZATION
OF
**McNULTY COUNSELING
& WELLNESS, LLC**

The undersigned certifies that he has set forth these Articles for the purpose of becoming a limited liability company pursuant to Chapter 605, Florida Statutes, and otherwise under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **McNULTY COUNSELING & WELLNESS, LLC**, and its principal office shall be located at 235 3rd Avenue North, Apartment 308, St. Petersburg, Florida 33701, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be 235 3rd Avenue North, Apartment 308, St. Petersburg, Florida 33701.

ARTICLE II - PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

A. To engage in any activity or business authorized under the Florida Statutes.

B. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

C. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

D. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

E. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

F. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III - EXERCISE OF POWERS

McNULTY COUNSELING & WELLNESS, LLC shall be a member managed company. 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 majority vote of the members of the limited liability company.

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ARTICLE IV - MANAGEMENT BY MEMBERS

Management of this limited liability company is reserved to its members in accordance with the Operating Agreement, whose names and addresses are as follows:

MANAGER / MEMBER:

Travis M. McNulty
235 3rd Avenue North
Apartment 308
St. Petersburg, FL 33701

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ARTICLE V - MEMBERSHIP RESTRICTIONS

A. Members shall have the right to admit new members in accordance with the Operating Agreement.

B. A member's interest in the limited liability company may not be sold or otherwise transferred except in accordance with the Operating Agreement.

C. 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 in accordance with the Operating Agreement.

ARTICLE VI - CAPITAL CONTRIBUTIONS

All capital contributions shall be paid to the limited liability company by the members as provided in the Operating Agreement. Additional contributions will be made as required for investment purposes, as determined by consent of the members.

ARTICLE VII - PROFITS AND LOSSES

A. Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled an share of the distributive profits of the company in proportion to their membership interest. The distributive share of the profits shall be determined and paid to the members in the manner set forth in the Operating Agreement.

B. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of

the business, or, in such other manner as is set forth in the Operating Agreement.

ARTICLE VIII - EFFECTIVE DATE AND DURATION

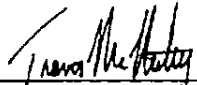
The effective date of the commencement of this limited liability company shall be the date of its formation. This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 6677 13th Avenue North, Suite 3A, St. Petersburg, Florida 33710 and the name of the company's initial registered agent at that address is D & B Corporate Services, Inc.

The undersigned, being the original manager and members of the limited liability company, certify that this instrument constitutes the Articles of Organization of McNULTY COUNSELING & WELLNESS, LLC.

30th Executed by the undersigned at St. Petersburg, Pinellas County, Florida on this day of November, 2017.



TRAVIS M. McNULTY, Manager / Member

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CONSENT OF REGISTERED AGENT

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.

Registered Agent:

D & B CORPORATE SERVICES, INC.

BY: 

BRIAN P. DEEB

AS: President

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