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ARTICLES OF ORGANIZATION

OF

KOOKY COOTS ANTIQUES & COLLECTIBLES, LLC A FLORIDA LIMITED LIABILITY COMPANY

Pursuant to the provisions of Chapter 605, Florida

Statutes, as amended, the following are hereby adopted and filed as the Articles of Organization of this Florida limited liability company:

ARTICLE I - NAME

The name of this Company shall be:

Kooky Coots Antiques & Collectibles, LLC

(hereinafter referred to as the "Company")

ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal place of business of the Company is:

4800 Saddlehorn Trail Middleburg, Florida 32068

The initial mailing address of the Company is:

4800 Saddlehorn Trail Middleburg, Florida 32068 17 DEC -5 AM 12: 17

ARTICLE III - DURATION

The Company is to commence its existence on **January 1**, **2018**. This Company shall exist perpetually.

ARTICLE IV - PURPOSE

This limited liability company is organized for the following purposes:

- (a) Retail sale of antiques and collectibles; and
- (b) Pursuant to Section 605.0108, Florida Statutes, The transaction of any and all other lawful business for which limited liability companies may be organized, including but not limited to those powers enumerated in Section 605.0109, Florida Statutes, as amended, and the doing of all lawful things related thereto.

ARTICLE V - MANAGEMENT

This Company will be a Manager-managed Company and will be managed by three (3) Managers initially. The number of Manager's may be increased or decreased by the Members from time to time, but shall never be less than one (1). Any and all powers and duties conferred or imposed upon the Manager(s), in addition to those contained in Chapter 605, Florida Statutes, as amended, shall be pursuant to the provisions of the Operating Agreement

of the Company or pursuant to a duly adopted resolution of the Members. The names and addresses of the initial Managers are:

Manager: Shannon M. Wall

4800 Saddlehorn Trail

Middleburg, Florida 32068

Manager: Carolyn J. Grissom

4800 Saddlehorn Trail

Middleburg, Florida 32068

Manager: LeeAnn L. Wall

4800 Saddlehorn Trail

Middleburg, Florida 32068

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered agent of this Company is:

Shannon M. Wall 4800 Saddlehorn Trail Middleburg, Florida 32068

ARTICLE VII - RESTRAINT ON TRANSFER

The Members may, by agreement, impose any reasonable restraint on the sale, conveyance, gifting, transfer, encumbrance or alienation of Membership Interests.

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ARTICLE VIII - AMENDMENT

The Members reserve the right to alter, amend or repeal any provisions contained in these Articles of Organization, or to

adopt new provisions, and the method for same shall be contained in the Operating Agreement of the Company.

ARTICLE IX - AUTHORIZED REPRESENTATIVE

The name and address of the person, authorized by the Member, who is signing these Articles of Organization is:

David A. King Attorney at Law 1416 Kingsley Avenue Orange Park, FL 32073

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization, this 1st day of December, 2017.

David A. King, Attorney, as authorized representative

the Member.

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT FOR LIMITED LIABILITY COMPANY

Pursuant to Section 605.0113, Florida Statutes, the following is submitted:

Kooky Coots Antiques & Collectibles, LLC

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named as its Registered Agent to accept service of process within this State:

Shannon M. Wall 4800 Saddlehorn Trail Middleburg, Florida 32068

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby acknowledge that I am familiar with said laws of the State of Florida, and I hereby agree to act in this capacity, and I agree to comply with the provisions of said laws.

Shannon M. Wall