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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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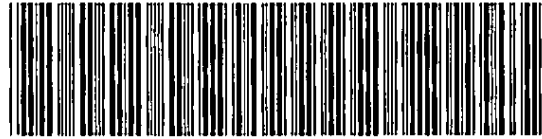
(Business Entity Name)

(Document Number)

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FILED  
18 JAN 19 AM 8:53  
CLERK OF SUPERIOR COURT  
STATE OF CALIFORNIA  
SAN FRANCISCO

JAN 23 2018

R Brumbley

**LEARNICITY, LLC**

4651 1<sup>st</sup> Street NE #208, St. Petersburg, Florida 33703

January 11, 2018

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**Attention: Registration Section Re: Articles of Organization**  
**LEARNICITY, LLC (a FOR PROFIT Company)**

To Whom It May Concern:

Enclosed herein for filing please find an original and one copy of properly executed Articles of Organization and Acceptance of Resident Agent for **LEARNICITY, LLC** a for profit Company. Also, enclosed is our check in the amount of **\$155.00** made payable to Florida Secretary of State, to cover the following costs:

\$ 100.00	<b>Filing Fee for Articles of Organization and</b>
\$ 25.00	<b>Designation of Registered Agent</b>
<u>\$ 30.00</u>	<b>Certified Copy Fee</b>
<b>\$ 155.00</b>	<b>TOTAL</b>

Please forward the certified copy of the Articles of Incorporation to the undersigned at the address set forth above. Thank you for your courteous cooperation.

Sincerely yours,

  
Kate Pravera

Enclosure:  
Original and one copy of Articles of Incorporation Check for Filing Fee

**ARTICLES OF ORGANIZATION  
OF LEARNICITY, LLC**

FILED  
18 JAN 19 AM 8:59  
CLERK OF DISTRICT COURT  
ST. PETERSBURG, FLORIDA

The undersigned, being duly authorized to act as the organizer of this Limited Liability Company pursuant to Chapter 605 and Section 605.0201, Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

**ARTICLE I - NAME**

The name of the limited liability company shall be **LEARNICITY, LLC** (hereinafter, the "Company").

**ARTICLE II - ADDRESS**

The street address of the initial principal office and mailing address of the Company are:

**Principal Office Address:**

4651 1<sup>ST</sup> Street NE #208  
St. Petersburg, Florida 33703

**Mailing Address:**

4651 1<sup>ST</sup> Street NE # 208  
St. Petersburg, Florida 33703

**ARTICLE III - PURPOSE**

The general nature of the business to be transacted by the Company shall be for the purpose of transacting any and all lawful business.

## ARTICLE IV -- EFFECTIVE DATE AND DURATION

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida, and shall continue perpetually, unless sooner dissolved in accordance with the laws of the State of Florida and the Operating Agreement of the Company. In no instance shall the Company be automatically terminated, dissolved, or operations suspended upon the occurrence of an event, including the death, disability, bankruptcy, expulsion, or withdrawal of a member of the Company, other than the passage of time as may be specified by law or the Operating Agreement of the Company. Provided, however, that upon any such termination event, the existence and business of the Company may be continued by amendment of these Articles of Organization or the Operating Agreement providing for the continued existence of the Company as may be authorized by Florida Statutes.

## ARTICLE V - MANAGEMENT AUTHORITY

The name and address of each Manager or Managing Member is as follows:

MGR, AMBR: Kate Pravera

4651 1<sup>st</sup> Street NE #208  
ST. PETERSBURG, FLORIDA 33703

## ARTICLE VI - LIMITED LIABILITY OF MEMBERS

No Member of the Company shall be liable for the debts, liabilities, or obligations of the Company in excess of the Member's investment.

## ARTICLE VII - TRANSFER OF OWNERSHIP RIGHTS

A Member may transfer an ownership interest in the Company, including voting rights, without the consent of any other Member of the Company, providing however, the transfer complies with all applicable requirements of the Florida Statutes.

## ARTICLE VIII - LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to s605.04074, Florida Statutes, no Member of the Company shall be an agent for the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

## ARTICLE IX - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Company in the State of Florida shall be:

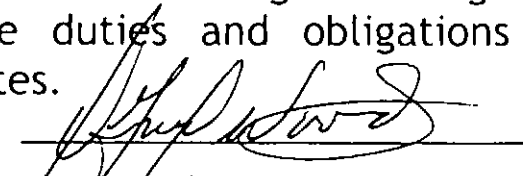
4905 34<sup>th</sup> Street So, St. Petersburg, Florida 33711

The name of the registered agent of the Company at that address is:

ALFONSO WOODS

## STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 605.0113(3) of the Florida Statutes.

  
Date: January 17, 2018

REQUIRED SIGNATURE(S):

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization this 9th day of January, 2018.

*Kate Pravera*

\_\_\_\_\_  
Signature of a member or an authorized representative of a member.

In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

**KATE PRAVERA**

\_\_\_\_\_  
Typed or printed name of Signer(s):