

2/7/2018

Division of Corporations

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FLORIDA LIMITED LIABILITY CO.
MPC Telco Fund II, LLC

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ARTICLES OF ORGANIZATION
OF
MPC TELCO FUND II, LLC

Pursuant to Section 605.0201 of the Florida Revised Limited Liability Company Act, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I
NAME

The name of the limited liability company is MPC Telco Fund II, LLC (the "Company").

ARTICLE II
EFFECTIVE DATE AND DURATION

The effective date upon which this Company shall come into existence shall be the date these Articles of Organization are filed. Unless earlier terminated pursuant to the Act or the Operating Agreement (as defined in § 605.0105 of the Act) of the Company, the period of its duration shall be perpetual.

ARTICLE III
ADDRESS

The mailing and street address of the principal office of the Company shall 830-13 A1A North, Suite 361, Ponte Vedra Beach, Florida 32082.

ARTICLE IV
REGISTERED AGENT AND OFFICE

The initial registered office of the Company shall be 4230 Pablo Professional Court, Suite 250, Jacksonville, Florida 32224, and its initial registered agent at such office shall be Evenson, Fraser, Lunsford & Ivan, PLLC.

ARTICLE V
MANAGEMENT OF THE COMPANY

The Company will be managed by one or more managers in accordance with and subject to the requirements of the Act and Operating Agreement of the Company. The name and street address of the sole manager of this Company is:

Name
MPC Telco Management, LLC

Address
830-13 A1A North
Suite 361
Ponte Vedra Beach, Florida 32082

ARTICLE VI
PURPOSES

This Company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE VII
OPERATING AGREEMENT

The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on behalf of the Company in accordance with § 605.0201 of the Act.

Dated this 7th day of February, 2018.

MPC TELCO FUND II, LLC

By: MPC Telco Management, LLC
Its: Manager

By: Bruce N. Orr
Print Name: Bruce N. Orr
Its: Manager

DocuSigned by:

Bruce N. Orr

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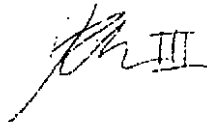
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THIS LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: MPC TELCO FUND II, LLC.
2. The name and the Florida street address of the registered agent are:

Eavenson, Fraser, Lunsford & Ivan, PLLC
4230 Pablo Professional Court, Suite 250
Jacksonville, Florida 32224

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, Florida Statutes.



Jack Coker III, Esq., for the Firm