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(Requestor's Name)

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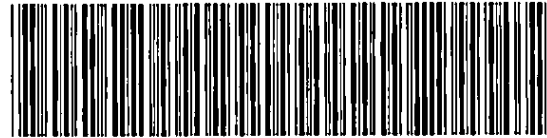
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TALLAHASSEE, FLORIDA

MAY 02 2018

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

SDM KIDS, LLC

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

**ARTICLES OF ORGANIZATION**  
**FOR SDM KIDS, LLC**

Pursuant to the provisions of the Florida Revised Limited Liability Company Act, FLA. STAT. § 605.0201, *et seq.* (the "Florida Revised LLC Act"), the undersigned hereby certifies that the persons named herein as Members have associated themselves for the purpose of a limited liability company under the laws of the State of Florida, and hereby adopt the following Articles of Organization as the Charter and authority for the conduct of business of such limited liability company:

**ARTICLE I:**  
**NAME**

The name of the limited liability company shall be SDM KIDS, LLC (the "Company").

**ARTICLE II:**  
**PURPOSE**

The Company is organized for the following purposes: (A) to operate a pizza restaurant including but not limited to investing, purchasing, leasing, and selling goods and services as needed for the business; (B) to accomplish any lawful activity or business whatsoever, or which shall at any time and from time to time appear to the Company to be necessary, desirable, or appropriate for the protection of the Company and/or its assets; (C) to exercise all powers necessary to or reasonably connected with the Company's business, which may be legally exercised under the Florida Revised *LLC Act*; and (D) to engage in and perform all activities necessary, customary, convenient, or incident to any of the foregoing as the Members may deem prudent and advisable.

**ARTICLE III:**  
**EFFECTIVE DATE; TERM**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State, and shall thereafter continue in existence perpetually, unless earlier dissolved or extended in accordance with the Operating Agreement of SDM KIDS, LLC, (the "Operating Agreement"), and/or the Florida Revised LLC Act.

**ARTICLE IV:**  
**INITIAL MEMBERS**

The name(s) and address of the initial Member(s) is:

Sean Merritt (100%)  
105 Lily Trace  
Dothan, AL 36301

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**ARTICLE V:**  
**DISSOLUTION**

Upon the occurrence of any Dissolution Event (as defined in the Operating Agreement of the Company), the Company shall be deemed to have dissolved unless, within ninety (90) days after such date, the Members affirmatively agree in writing to continue the business of the Company.

Upon dissolution, the Company shall cease to carry on its business, except as otherwise permitted by Florida law, and the Company shall file a statement of commencement of winding up and publish notices, as required, in accordance with the Florida Revised LLC Act.

**ARTICLE VI:**  
**COMPANY ADDRESS; REGISTERED OFFICE ADDRESS;**  
**REGISTERED AGENT**

The mailing address and street address of the Company shall be 177 South John Sims Parkway, Valparaiso, FL 32578. Lisa A. Troell, Esquire shall be the initial registered agent to accept service of process in the State of Florida with a street address of 1201 Eglin Parkway, Shalimar, FL 32579.

**ARTICLE VII:**  
**CAPITAL CONTRIBUTIONS**

The Members shall contribute cash and/or additional property from time to time in accordance with the provisions of the Operating Agreement.

**ARTICLE VIII:**  
**MANAGEMENT**

Management of the Company will be determined by the Members as set forth in the Operating Agreement.

**ARTICLE IX:**  
**OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal the Operating Agreement governing this Company shall be vested in the Members.

**ARTICLE X:**  
**INDEMNIFICATION**

The Company shall indemnify and hold harmless any Member who was or is a party, or is threatened to be made a party, personally for any act undertaken for the company or in its name, or as Company representative, to any Proceeding by reason of the fact that such person is or was a Member of this Company, against debts, expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such proceeding, if that person

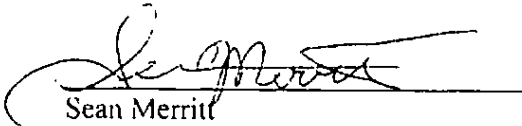
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acted in a manner that person reasonably believed to be in the best interests of this Company, and, in the case of a criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Company may, at its discretion, indemnify as set forth in this Article others who are agents or employees of the Company. The Company may make cost or fee advancements for the indemnification authorized by this paragraph.

IN WITNESS WHEREOF, the undersigned hereby certifies that the foregoing constitutes the Articles of Organization for SDM KIDS, LLC, and these Articles of Organization were executed by the undersigned Member(s) who is the authorized representative to form this Company.

Dated this 1<sup>st</sup> day of May, 2018.

**MEMBER:**

  
Sean Merritt

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### DESIGNATION OF REGISTERED AGENT

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

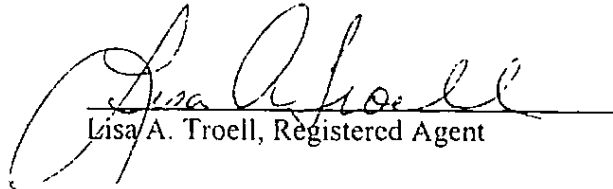
SDM KIDS, LLC, a limited liability company duly organized and existing under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named:

Lisa A. Troell, Esquire, 1201 Eglin Parkway, Shalimar, FL 32579

as its registered agent to accept service of process in the State of Florida.

### ACCEPTANCE BY THE REGISTERED AGENT

*I, Lisa A. Troell, hereby accept appointment as Registered Agent for SDM KIDS, LLC, and do hereby understand and accept the obligations of the position. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I acknowledge my acceptance with my signature below on this 15<sup>th</sup> day of MAY, 2018.*

  
Lisa A. Troell, Registered Agent

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