

8/23/2018

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Florida Department of State  
Division of Corporations  
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**FLORIDA LIMITED LIABILITY CO.**  
**Dealer IT Group, LLC**

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**2018 AUG 23 AM 9:31**  
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**TALLAHASSEE, FL**

2018 AUG 23 PM 5:00

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**ARTICLES OF ORGANIZATION  
OF  
DEALER IT GROUP, LLC**

In accordance with the provisions of the Florida Revised Limited Liability Company Act, Florida Statutes, Chapter 605 (the "Act"), the undersigned, sole organizer of a Florida limited liability company, and an authorized representative of the Member(s) of the Company hereby certifies as follows:

**ARTICLE I: NAME**

The name of the limited liability company is Dealer IT Group, LLC (the "Company").

**ARTICLE II: ADDRESS**

The mailing address and street address of the principal office of the Company in the State of Florida is:

5220 Belfort Road, Suite 400  
Jacksonville, FL 32256

**ARTICLE III: REGISTERED AGENT & OFFICE**

The name and address of the Company's registered agent is:

NAME	ADDRESS
ADVOS legal pllc	5000 Sawgrass Village Circle, Suite 7 Ponte Vedra Beach, FL 32082

The Company may designate another registered agent at any time.

**ARTICLE IV: DURATION AND EXISTENCE; EFFECTIVE DATE**

The Company will exist perpetually, commencing on the date of the filing of these Articles of Organization with the Florida Department of State.

**ARTICLE V: MANAGEMENT**

(Managed by Managers)

The Company shall be managed by a Board of Managers (which shall have duties, powers and authority similar to that of a Board of Directors) and shall operate through officers elected by the Board of Managers, all as provided in the Limited Liability Company Operating Agreement of the Members (the "Operating Agreement"). Accordingly, managers who may, but need not be, Members, manage the Company. The persons making up the Board of Managers are designated in the Operating Agreement, as amended from time to time. The current persons making up the Board of Managers are:

NAME	ADDRESS
Brothers Media Group, LLC	5220 Belfort Road, Suite 400 Jacksonville, FL 32256

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**ARTICLE VI: OFFICERS**

The name, address and title of each officer of the Company is:

NAME	ADDRESS	TITLE(S)
Jerry Daniels	5220 Belfort Road, Suite 400 Jacksonville, FL 32256	President
Linda Marlette	5220 Belfort Road, Suite 400 Jacksonville, FL 32256	Chief Financial Officer
Doug Porter	5220 Belfort Road, Suite 400 Jacksonville, FL 32256	Chief Operating Officer

**ARTICLE VII: OWNERSHIP**

Ownership interests in the Company by its Members may, but need not, be evidenced by certificates signed by the president or any vice-president of the Company and by the secretary or any assistant-secretary of the Company. Transfers of certificates are restricted by the terms of the Limited Liability Company Operating Agreement among the Members of the Company. The Members of the Company shall have the right to admit additional members pursuant to the terms and conditions contained in the Operating Agreement of the Company; any new member agrees to be bound by and to such Operating Agreement.

**ARTICLE VIII: OPERATING AGREEMENT**

An Operating Agreement, the power to adopt, alter, amend or repeal which shall be vested in the Members of the Company, shall govern the management, operation and ownership of the Company.

**ARTICLE IX: LIMITED LIABILITY**

No member, manager, officer, agent or employee of the Company shall be personally liable for the debts or liabilities of the Company or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

**ARTICLE X: INDEMNIFICATION**

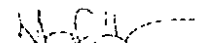
The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a manager or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken by such person in the capacity of manager or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken by such person in the capacity of manager or officer.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 21<sup>st</sup> day of August, 2018, and in accordance with Section 605.0201, Florida Statutes,

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acknowledges that this document constitutes an affirmation under penalties of perjury that the facts stated herein are true and correct and further affirms that the Company has or will have at least one member at the time these Articles of Organization become effective.

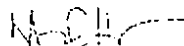
  
\_\_\_\_\_  
ADVOS legal pllc  
Whitney Harper, Chief Executive Officer

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**ACCEPTANCE BY 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 the foregoing Articles of Organization, I hereby accept the appointment as registered agent and agree to act in that 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.



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ADVOS legal pllc  
Whitney Harper, Chief Executive Officer

Date: 08-21-2018

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