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Email Address: gthomas@barneswalker.com

FLORIDA LIMITED LIABILITY CO.  
GULFVIEW PARADISE 501, LLC

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**ARTICLES OF ORGANIZATION  
OF  
GULFVIEW PARADISE 501, LLC**

**ARTICLE I  
Name**

The name of the limited liability company ("Company") is GULFVIEW PARADISE 501, LLC.

**ARTICLE II  
Address**

The initial mailing address of the Company's principal office is 551 Ghost Hill Road, Trinity, Alabama 35673. The initial street address of the Company's principal office is 501 Gulf Drive North, Unit 102, Bradenton Beach, Florida 34217.

**ARTICLE III  
Purpose and Duration**

The purpose of this Company is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Company shall have all powers given limited liability companies under the Laws of the State of Florida. The period of duration of this Company is perpetual.

**ARTICLE IV  
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Pamela Warner. The address of the Company's registered office in Florida is 501 Gulf Drive North, Unit 102, Bradenton Beach, Florida 34217.

**ARTICLE V  
Management**

A. The Company is to be managed by a Manager or Managers who will generally serve from annual meeting to annual meeting of the Member(s) (or until a replacement is qualified and elected). The initial Manager(s), is identified as follows:

Pamela Warner, whose address is 551 Ghost Hill Road, Trinity, Alabama 35673.

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B. The Manager shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 605.0109, as from time to time amended and/or replaced, including, but not limited to, conduct the Company's business and the power to acquire, mortgage, encumber, sell, lease, convey, and transfer the Company's real and personal property, except:

1. Without having first obtained the prior written consent of all the Members, the Manager(s) shall not cause or permit the Company to:

a. Sell, convey, transfer, assign, mortgage, refinance, pledge, encumber, trade, exchange, or otherwise dispose of, or lease for more than 15 years, or execute and deliver any deed, mortgage, or lease of, any Company real property, or any part or interest thereof, or;

b. File a petition in bankruptcy, make a general assignment for the benefit of creditors, or apply for other such relief available under similar laws or regulations, or;

c. Hire, terminate, or modify the terms of employment of any Manager, or;

d. Cause this Company to enter into a joint venture or partnership with any other person or entity, or;

e. Invest in the debt or equity of any other entity, or;

f. Authorize this Company to be a party to any merger, consolidation, reclassification, reorganization or other similar transaction.

If any Member shall not object in writing to the Manager(s)'s request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Manager(s)'s request.

2. Without having first obtained the prior written consent of all of the Member(s), amend these Articles of the Company to:

a. Reduce the "LLC Interest", "Member Status", rights, privileges, or benefits or enlarge the duties and obligations of a Member or a Manager, or;

b. Enlarge the LLC Interest, Member Status (if applicable), rights, privileges, or benefits or reduce the duties and obligations of a Manager or a Member, or;

c. Modify the duration of this Company, or;

d. Affect the rights or restrictions regarding the assignability of Member Status or Transferable Interest, or;

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- e. Amend this Article V, or;
- f. Dissolve or terminate the existence of this Company, or;
- g. Do any act that is prohibited by, or fail to do any act that is required by, a resolution of the Members.

If any Member shall not object in writing to the Manager(s)'s request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Manager(s)'s request.

C. A "majority in interest" of Members, without more, shall mean a simple majority of their "LLC Interest Percentages" in the Company.

#### **ARTICLE VI**

##### **Continuation of Business**

A majority in interest of the remaining Member(s) of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event that terminates the continued membership of a Member in the Company.

#### **ARTICLE VII**

##### **Profits and Losses Allocation**

Profits and losses will be allocated to the Member(s) in accordance with their ownership interest(s).

#### **ARTICLE VIII**

##### **Amendments**

Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by a Member and countersigned by a Manager other than the executing Member, provided, however, that if a single party is the sole Member and Manager, only that party shall be required to sign said Articles of Amendment.

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**ARTICLE IX**  
**Commencement**

Pursuant to the provisions of Chapter 605, Florida Statutes, this Company shall begin in existence upon filing of these Articles of Organization with the Secretary of State.

IN WITNESS WHEREOF, the undersigned Member(s) or an authorized representative of a Member has executed these Articles of Organization on this 9<sup>th</sup> day of October, 2018.

  
\_\_\_\_\_  
Garret T. Barnes, Authorized Representative of  
Pamela Warner, Member

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