

Division of Corporations
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**ARTICLES OF ORGANIZATION FOR
OSCEOLA SMART CITY ADVISORS, LLC
(a Florida limited liability company)**

The undersigned, acting as the organizer of Osceola Smart City Advisors, LLC, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is Osceola Smart City Advisors LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company is 806 Emmett Street, Kissimmee, Florida 34741.

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV. MANAGEMENT

The Company is to be managed by one or more Managers. The Managers shall be elected as described in the Operating Agreement. The name and address of the managers to serve as the initial managers until their successors are elected and qualified are:

Name:	Address:
HHK Orlando, LLC	806 Emmett St. Kissimmee, Florida 34741
Mark McCormick Miller, LLC	806 Emmett St. Kissimmee, Florida 34741

ARTICLE V. ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit new Members as provided in the Operating Agreement.

ARTICLE VI. ADOPTION OF OPERATING AGREEMENT

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, Florida Statutes.

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ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

Mark Miller
806 Emmet St.
Kissimmee, Florida 34741

ARTICLE VIII- AMENDMENTS

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

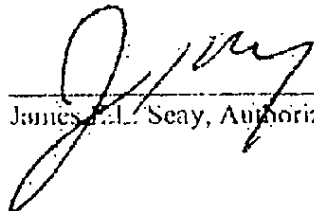
ARTICLE IX- INDEMNIFICATION

Each individual or entity who is or was a Member or Manager (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Member or Manager (an "Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article IX, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article IX shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of these Articles or the Operating Agreement of the Company, if any, or any agreement, vote of Members or otherwise. Any repeal or amendment of this Article IX by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

ARTICLE X- CONTINUATION OF BUSINESS

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned Authorized Representative has executed these
Articles of Organization as of the 26th day of July, 2019.


James P.L. Seay, Authorized Representative

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Osceola Smart City Advisors, LLC.
2. The name and address of the registered agent and office is:

Mark Miller
806 Emmett St.
Kissimmee, FL 34741

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, F.S.



Mark Miller, Registered Agent