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JUL 29 2019

2019 JUL 29 PM 12:22

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JUL 29 2019

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

GRUB2GO, LLC

Signature _____

Requested by: Seth

07/29/19

Name _____

Date _____

Time _____

____ 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 _____

ARTICLES OF ORGANIZATION
FOR GRUB2GO, 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 GRUB2GO, LLC (the "Company").

ARTICLE II:
PURPOSE

The Company is organized for the following purposes: (A) to operate a food delivery service 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 GRUB2GO, 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:

Jeff O'Rear
1223 Charleston Blvd.
Tupelo, MS 38801

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19 JUL 29 AM 8:58
CLERK OF DISTRICT COURT
JESSIE J. BROWN
TUPULO, MISSISSIPPI

Robert Scott Hancock
1004 County Road 357
New Albany, MS 38652

LaShanda Williams
1011 County Road 123
New Albany, MS 38652

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 1401 Wood Gate Way, Tallahassee, FL 32308. Ed Ferguson shall be the initial registered agent to accept service of process in the State of Florida with a street address of 1401 Wood Gate Way, Tallahassee, FL 32308.

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 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 GRUB2GO, LLC, and these Articles of Organization were executed by the undersigned Member(s) who is the authorized representative to form this Company.

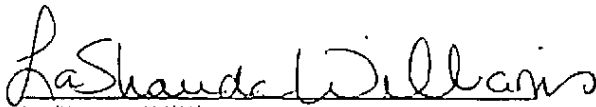
Dated this ____ day of _____, 2019.

MEMBER:

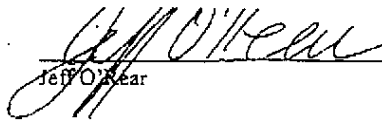
Jeff O'Rear



Robert Scott Hancock



LaShanda Williams


Jeff O'Hear

Robert Scott Hancock

LaShanda Williams

DESIGNATION OF REGISTERED AGENT

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

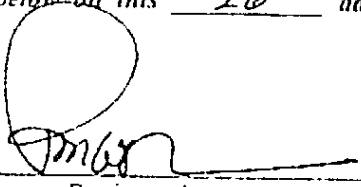
GRUB2GO, LLC, a limited liability company duly organized and existing under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named:

Ed Ferguson, 1401 Wood Gate Way, Tallahassee, FL 32308

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

ACCEPTANCE BY THE REGISTERED AGENT

I, Ed Ferguson, hereby accept appointment as Registered Agent for GRUB2GO, 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 20 day of July, 2019.



Ed Ferguson, Registered Agent

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TALLAHASSEE, FLORIDA