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**FLORIDA LIMITED LIABILITY CO.
Sixpence Upper-Middle, LLC**

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ARTICLES OF ORGANIZATION
OF
SIXPENCE UPPER-MIDDLE, LLC

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TALLAHASSEE, FLORIDA

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ARTICLE I
NAME

The name of the Company shall be: **SIXPENCE UPPER-MIDDLE, LLC**

ARTICLE II
ADDRESS AND PLACE OF BUSINESS

The mailing and street address for the Company's principal office is 111 S. Albany Avenue, Suite 200, Tampa, Florida 33606.

ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 111 S. Albany Avenue, Suite 200, Tampa, Florida 33606, and the name of its initial registered agent is Susan M. Clark. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Chapter 605, Florida Statutes.

ARTICLE IV
ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of SIXPENCE UPPER-MIDDLE, LLC. These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

ARTICLE V
MANAGEMENT

The Company will be a manager-managed limited liability company under the Act. The name and address of the person initially authorized to manage the Company are as follows:

Herbert S. Clark, Jr. 111 S. Albany Avenue, Suite 200
Tampa, Florida 33606

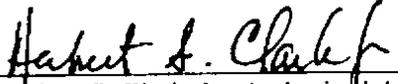
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OF SIXPENCE UPPER-MIDDLE, LLC

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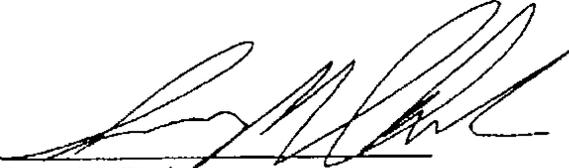
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 21 day of August 2019.


Herbert S. Clark, Jr., Authorized Agent

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of SIXPENCE UPPER-MIDDLE, LLC, the
undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations
proposed by Chapter 605, Florida Statutes.

EXECUTED this 21 day of August 2019.


Susan M. Clark