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FLORIDA LIMITED LIABILITY CO.  
WJD Real Estate Holdings, LLC

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**ARTICLES OF ORGANIZATION**  
*of*  
**WJD REAL ESTATE HOLDINGS, LLC**  
*a Florida Limited Liability Company*

These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

**ARTICLE ONE: NAME**

The name of the Company is WJD Real Estate Holdings, LLC.

**ARTICLE TWO: PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Company shall be located at 2107 8th St W, Palmetto, FL 34221, and its mailing address shall be the same as its principal office address, until and unless such principal office location or mailing address is subsequently changed by the Company. The Company may also establish and maintain any other locations or mailing addresses as is determined by the Company to be appropriate.

**ARTICLE THREE: COMMENCEMENT AND DURATION**

The Company shall commence its existence on 1 March 2020 and it shall exist perpetually thereafter until and unless terminated in accordance with its Operating Agreement or otherwise dissolved according to law.

**ARTICLE FOUR: OPERATING AGREEMENT**

The Company shall adopt an Operating Agreement by affirmative unanimous vote or consent of all the Members of the Company, which may thereafter be amended or repealed only in accordance with the terms thereof. The Operating Agreement must be in writing and shall be signed by all Members, establishing their consent thereto.

**ARTICLE FIVE: MEMBERSHIP**

The initial Members of the Company are those one or more persons or entities joining in execution of the Operating Agreement, each such Member having the percentage, proportion, or fractional part specified therein, referred to as a Membership Interest. The initial Members authorize the undersigned signatory of these Articles of Organization to submit the same for filing with the Florida Department of State, as their authorized representative.

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PELOKAN & NOBACH, ATTORNEYS AT LAW, SUITE 200, 201 S. W. 10TH STREET, MIAMI, FLORIDA 33135 TELEPHONE (305) 758-0888

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Additional Members shall be admitted to the Company only in accordance with the Operating Agreement. No Membership Interest may be transferred and no additional Members shall be admitted to the Company except as specifically set forth in the Operating Agreement and in strict compliance therewith.

#### ARTICLE SIX: MANAGEMENT AND AGENCY

The Company shall be a manager-managed Company and it shall be managed by one or more Managers appointed by the Members in accordance with the Operating Agreement.

Until and unless changed by the Members in accordance with the Operating Agreement, the Company shall have three initial Managers and those Managers are the following persons at the addresses stated:

John M. Sandhoff, 2107 8th St W, Palmetto, FL 34221  
William J. Sandhoff, III, 620 Park Dr, Bradenton, FL 34209  
David B. Sandhoff, 816 31st Ave W, Palmetto, FL 34221

Any one or more of the initial Managers may be removed and other or additional Managers appointed by the Members in accordance with the Operating Agreement; provided, however, that the Company shall always have at least one Manager.

Whenever the Company has more than one Manager, then a majority in number of the Managers shall be required to mutually undertake any actions and make any decisions in the name or behalf of the Company; however, any one Manager may delegate all or any part of his or her authority to act and make decisions to any other Manager, provided such delegation shall be in writing signed by the Manager making the delegation and any such delegation shall be revocable.

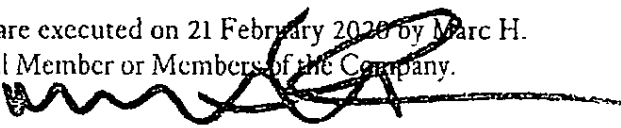
#### ARTICLE SEVEN: REGISTERED OFFICE AND AGENT

The Registered Office of the Company is at 3908 26th St W, Bradenton, FL 34205, and the Registered Agent at that address is Agency Agents, LLC, a Florida limited liability company. The Company may change its Registered Office and Registered Agent from time-to-time hereafter.

#### ARTICLE EIGHT: AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended only upon the affirmative unanimous vote or consent thereto of all the Members.

*In Witness Whereof*, these Articles of Organization are executed on 21 February 2020 by Marc H. Feldman, as authorized representative for the initial Member or Members of the Company.

  
\_\_\_\_\_  
Marc H. Feldman

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**ACCEPTANCE OF APPOINTMENT**  
*as*  
**REGISTERED AGENT**

Agency Agents, LLC, a Florida limited liability company, hereby accepts its appointment as Registered Agent for WJD Real Estate Holdings, LLC, a Florida limited liability company, and will maintain the Registered Office of the Company in Manatee County, Florida, at 3908 26th St W, Bradenton, FL 34205.

Agency Agents, LLC, is familiar with and accepts the obligations imposed upon it as Registered Agent under Florida law.

Dated: 21 February 2020.



Agency Agents, LLC,  
a Florida limited liability company,

by: \_\_\_\_\_

Marc H. Feldman, Manager

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