

5/28/2020

Division of Corporations

Florida Department of State

Division of Corporations

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### FLORIDA LIMITED LIABILITY CO.

#### Topit Cake Shield LLC

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Topit Cake Shield LLC

### Article II. Address

The street address of the Company's initial principal office is:

Topit Cake Shield LLC  
3420 Windsor Place  
Boca Raton FL 33496

The mailing address of the Company's initial principal office is:

Topit Cake Shield LLC  
3420 Windsor Place  
Boca Raton FL 33496

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Ross Bennett Gampel, Esq.  
1728 Coral Way, Suite 700  
Miami FL 33145

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Klemick and Gampel, P.A.  
1728 Coral Way Suite 700  
Miami FL 33145  
305-987-5456

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:


William Kay  
3420 Windsor Place  
Boca Raton FL 33496

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Article VII. Company Existence

The Company's existence shall begin effective as of May 27, 2020.

The undersigned authorized representative of a member executed these Articles of Organization on 5/28/2020.

  
\_\_\_\_\_  
KLEMICK AND GAMPEL, P.A.  
By: Sean Arno, Attorney-in-Fact

Klemick and Gampel, P.A.  
1728 Coral Way Suite 700  
Miami FL 33145  
305-987-5456

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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

Topit Cake Shield LLC

### REGISTERED AGENT/OFFICE:

Ross Bennett Gampel, Esq.  
1728 Coral Way, Suite 700  
Miami FL 33145

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ROSS BENNETT GAMPEL, ESQ.

By: Sean Arno, Attorney-in-Fact

Date: May 27, 2020.

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