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## FLORIDA LIMITED LIABILITY CO. ORION PROPERTY HOLDINGS LLC

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The undersigned, desiring to form a limited liability company (hereinafter the "Company) under and pursuant to the Florida Limited Liability Company Act, Chapter 605 and does hereby adopt the following Articles of Organization for the Company.

#### ARTICLE 1: NAME

The name of the Company shall be:

**ORION PROPERTY HOLDINGS: LLC** 

#### ARTICLE IL: DURATION

The Company shall commence existence on the date these Articles of Organization are filled with the Florida Department of State. The period of the Company's duration shall be perpetual, unless the Company is dissolved earlier pursuant to the provisions of the Regulations or the Act.

#### ARTICLE III: ADDRESS

The place of business and mailing address of the Company shall be : 5242 SW 118th Avenue Cooper City, FL 33330 and such other places or places as the members from time to time may determine.

#### ARTICLE IV: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company Is: 5242 SW 118th Avenue Cooper City, FL 33330

The registered agent is:

Franklin Oliveros

and the principal business address of the Company shall be : 5242 SW 118th Avenue Cooper City, FL 33330

#### ARTICLE V: MANAGEMENT OF COMPANY

Management of the Company shall be vested in the Member and is, therefore a Managermanaged company.

The members of this Company, and their respective membership shares shall be:

50%

Franklin Oliveros

Natalie Oliveros 50%

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**OPERATING AGREEMENT** ORION PROPERTY HOLDINGS

This is the Operating Agreement of **ORION PROPERTY HOLDINGS LLC** a limited liability company, hereinafter titled the Company, which has been organized pursuant to the Limited Liability Company Act of the State of Florida. This Operating Agreement is entered and shall be effective upon execution by and among the Company and the persons executing this Agreement, hereinafter titled Members.

#### ARTICLE

#### **FORMATION**

- 1.01 ORGANIZATION. The company shall be organized as a limited liability company pursuant to the limited liability company laws of the State of Florida.
- 1.02 AGREEMENT. In consideration of the mutual covenants herein contained, the Members agree to be bound by the terms and conditions of this Operating Agreement as written and as it may from time to time be amended.
- 1.03 NAME. The Company name shall be: ORION PROPERTY HOLDINGS LLC
- 1.04 TERM. The Company shall be dissolved and discharged in accordance with this Operating Agreement and State Law or unless the term of the Company is extended pursuant to State law or the Company is earlier dissolved and discharged in accordance with State law or terms of this Operating Agreement.
- 1.05 PRINCIPAL OFFICE. The principal office of the Company shall be located at 5242 SW 118th Avenue Cooper City, FL 33330 until changed by the Members.
- 1.06 PURPOSE. The Company shall engage in any lawful business for which a limited liability company can be formed

#### <u>ARTICLE II</u>

#### MEMBERS

- 2.01 NAMES AND ADDRESSES. The names and addresses of the members shall be set forth in an Article V of the Articles of Organization.
- 2.02 ANNUAL MEETINGS. All annual meetings of the Members shall be held at the principal office of the limited liability company in the City of Miami of at such other place as designated by the Members. Special meetings may be held at such time and place: within or without the State of Florida as shall be stated in the notice of meetings or in a duly executed waiver notice thereof.
- 2.03 ANNUAL MEETINGS ARE TO HELD. Annual meetings of Members commencing with the year of organization shall be held each year within 120 days following the close of the Company's tax year.

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### ARTICLE VI: INDEMNIFICATION

The Company does hereby indemnify its Manager for any of their conduct on behalf of, or related to their duties as Manager of the Company and holds harmless for any acts on behalf of or in connection with its services for the Company.

## ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above state timited liability company at the place designated in the Articles of Organization, I hereby accept this 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 this position as registered agent.

SIGNATURE

DATE

6-26-20

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