

9/24/2020

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**FLORIDA LIMITED LIABILITY CO.  
AGALLI PROPERTIES LLC**

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ATLANTA, GA

ARTICLES OF ORGANIZATION

OF

AGALLI PROPERTIES LLC

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Limited Liability Company is AGALLI PROPERTIES LLC.

ARTICLE III

GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

MEMBERSHIP

All memberships shall be payable in cash, notes, or other property at a valuation to be fixed by the Board of Managers at a meeting called for that purpose. Property may be purchased or paid for with memberships at a just valuation to be fixed by the Board of Managers. The members by vote of a majority interest may sell further memberships as they deem necessary at a price to be determined in their discretion. Any new memberships interests shall reduce the existing percentages pro-rata. However, whenever new membership interests are sold the existing members shall have preemptive rights.

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#### ARTICLE IV

##### INITIAL AND AUTHORIZED CAPITAL

The amount of capital with which this Limited Liability Company will begin business is not less than \$100.00, to be contributed as set out in Article IX. The authorized capital shall be \$1,000.00 but may be increased by amending these articles as provided in article X.

#### ARTICLE V

##### TERM OF EXISTENCE

This Limited Liability Company is to exist in perpetuity. The Limited Liability Company will continue without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

#### ARTICLE V

##### ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 1327 Biarritz Drive, Miami Beach, Florida 33141. The Board of Managers may from time to time move the principal office to another address in Florida.

#### ARTICLE VII.

##### MANAGERS AND MANAGEMENT

This Limited Liability Company shall, if voted by members, have not less than one manager, however, the number of managers may be increased or diminished from time to time by Regulations adopted by the members, but shall never be less than one. The Limited Liability Company is to be managed by one or more managers and is therefore, a manager-managed company.

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ARTICLE VIII

INITIAL MANAGERS

The name and post office address of the members of the first Board of Managers, therefore is:

DENNIS AGALLI

1327 Biarritz Drive  
Miami Beach, Florida 33141

Manager

ARTICLE IX

AMENDMENT

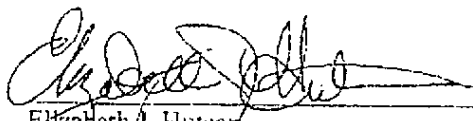
These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved at a members' meeting by a majority in interest of the membership entitled to vote thereon, unless all the managers and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Organization be made.

ARTICLE X

REGISTERED OFFICE AND REGISTERED AGENT

AGALLI PROPERTIES LLC desiring to organize under the laws of the state of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates Elizabeth J. Hutson, Esquire as its Registered agent to accept services within the State. The registered office of the Limited Liability Company shall be at 7700 N. Kendall Drive, Suite 702, Miami, FL 33156.

WITNESS the hand and seal of the members in Miami-Dade County, State of Florida, this 23rd day of September, 2020.

  
Elizabeth J. Hutson,  
Authorized Representative

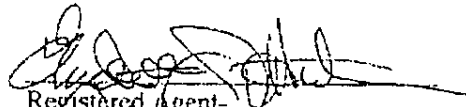
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED.

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That AGALLI PROPERTIES LLC desiring to organize or qualify under the laws  
of the State of Florida, with its principal place of business at the County of Miami Dade, State of  
Florida, has named Elizabeth J. Hutson, Esquire as its agent, of 7700 N. Kendall Drive, Suite  
702, Miami, FL 33156 to accept service of process within Florida.

Having been named to accept service of process for the above-stated Limited Liability  
Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I  
further agree to comply with the provisions of all statutes relative to the proper and complete  
performance of my duties.

  
Registered Agent-  
Elizabeth J. Hutson

Date: 9/23/2020

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