

1/19/2021

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Florida Department of State

Division of Corporations

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FLORIDA LIMITED LIABILITY CO.**DLP Positive Note Fund CH LLC**

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
DLP Positive Note Fund CH LLC

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Article II. Address

The street address of the Company's initial principal office is:
DLP Positive Note Fund CH LLC
605 Palencia Club Drive
St Augustine FL 32095

The mailing address of the Company's initial principal office is:
DLP Positive Note Fund CH LLC
605 Palencia Club Drive
St Augustine FL 32095

Article III. Registered Agent

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

Barry W. DeGroot
605 Palencia Club Drive
St Augustine FL 32095

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.

Corporate Creations International
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

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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:

DLP Positive Note Fund LLC
605 Palencia Club Drive
St Augustine FL 32095

Article VII. Company Existence

The Company's existence shall begin effective as of January 19, 2021.

The undersigned authorized representative of a member executed these Articles of Organization on 1/19/2021.

/s/ Sean Arno

CORPORATE CREATIONS INTERNATIONAL
Rachel Kauffman Vice President
By: Sean Arno, Attorney-in-Fact

Corporate Creations International
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

DLP Positive Note Fund CH LLC

REGISTERED AGENT/OFFICE:

Barry W. DeGroot
605 Palencia Club Drive
St Augustine FL 32095
UNITED STATES

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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.

/s/ Sean Arno

BARRY W. DEGROOT
By: Sean Arno, Attorney-in-Fact
Date: January 19, 2021.

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