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Email Address: RWILLIAMS@CLARKPARTINGTON.COM

FLORIDA LIMITED LIABILITY CO.
PORTOFINO EAT, LLC

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MARCH 16, 2021

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**ARTICLES OF ORGANIZATION
OF
PORTOFINO EAT, LLC**

The undersigned, RHETT J. WILLIAMS, a natural person competent to contract and an authorized representative of PORTOFINO EAT, LLC, hereby presents these Articles of Organization as the Articles of Organization of PORTOFINO EAT, LLC, a limited liability company formed under the provisions of Chapter 605, *Florida Statutes*.

ARTICLE I - NAME

The name of the limited liability company is PORTOFINO EAT, LLC. This limited liability company is referred to in these Articles of Organization as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The initial mailing address and principal address of the Company is 125 E. Intendencia Street, Pensacola, Florida 32502. The Company's mailing address and principal office may hereafter be at such other place or places as its members from time to time may determine.

ARTICLE III - PURPOSE AND POWERS

The Company is organized to (i) serve as an exchange accommodation titleholder in a parking transaction (as defined in Revenue Procedure 2000-37) and hold certain real property in an effort to facilitate a deferred exchange under Section 1031 of the Internal Revenue Code of 1986, as amended and (ii) for any other legal and lawful purpose for which a limited liability company may be organized and shall have all powers and rights which a limited liability company may exercise pursuant to Chapter 605, *Florida Statutes*.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the Company's existence shall be effective March 16, 2021. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The initial registered agent of the Company is Rhett J. Williams and the initial address for that registered agent is 125 E. Intendencia Street, Pensacola, Florida 32502.

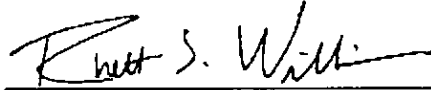
ARTICLE VI - MANAGEMENT

The Company shall be managed by one or more managers in accordance with the terms of the Operating Agreement for the Company. The name and address of the initial manager of the Company is as follows: Rhett J. Williams, 125 E. Intendencia Street, Pensacola, Florida 32502.

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IN WITNESS WHEREOF, the undersigned authorized representative of the Company has executed these Articles of Organization on the date set forth below.

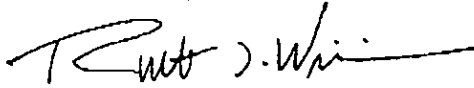


RHETT J. WILLIAMS
Authorized Representative

Date: 3 / 17, 2021

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of PORTOFINO EAT, LLC. I am familiar with and accept the duties and obligations of such designation.



RHETT J. WILLIAMS

Date: 3 / 17, 2021

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