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COVER LETTER

TO: New Filing Se Division of Co				2021
erb ieze.	Va	cation Home	es Solutions, LLC	2021 H.P.R.
SUBJECT:	Name of Li	mited Liabi	lity Company	
The enclosed Articles of	f Organization and fee(s) a	re submitte	I for filing.	
Please return all corresp	ondence concerning this II	natter to the	following:	an S
		Richard S	егта	
		Name o	f Person	
	Florida	Small Busir	ess Legal Center	
		Firm/Co	ompany	
	6501 C	ongress Avi	e. Suite 240	
		Add	ress	
	Вос	a Raton, FL	33487	
-		City/State ar @businessl	nd Zip Code	
	E-mail address: (to be use			ion)
For further information ed	oncerning this matter, pleas	se call:		
R		954	757-1919	
Nan		Area Code	Daytime Telephor	ne Number
Enclosed is a check for t	he following amount:			
■\$125.00 Filing Fee	□\$130.00 Filing Fee & Certificate of Status	Certif	5.00 Filing Fee & ied Copy al copy is enclosed)	☐\$160.00 Filing Fee. Certificate of Status & Certified Copy (additional copy is enclosed)
<u>M</u> aili	ng Address		Street Address	

New Filing Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

New Filing Section Division The Centre of Tallahassee 2415 N. Monroe Street, Suite 810 Tallahassee, FL 32303

ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is Vacation Homes Solutions, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

6574 N. State Road 7, Suite 335 Coconut Creek, FL 33073

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the Registered Agent are:

Richard Sierra, Esq. Richard Sierra & Associates, PA 6501 Congress Ave. #240 Boca Raton, FL 33487 (954) 757-1919

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 my position as registered agent as provided for in Chapter 605, F.S.

Registered Agent's Signature

Richard Siena

ARTICLE IV – The Name and Address of each person authorized to manage and control the Limited Liability Company:

AMBK	Thrust Marketing Inc.	(2)	
	6574 N. State Road 7, Suite 335	<u>: ~ .1</u>	
	Coconut Creek, FL 33073	231. 232 232	-(
AMBR	11923536 Canada, Incorporated	2	
	C/O AJHS Legal	7.	
	1 King Street West 48th Floor		
	Toronto, Ontario M5H1A1	iS	

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Vacation Homes Solutions, LLC

ARTICLE V - Perpetual Duration

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The period of duration of Vacation Homes Solutions, LLC is perpetual.

ARTICLE VI - Form of Management

The management of **Vacation Homes Solutions**, LLC shall be vested on the members pursuant to the Operating Agreement.

ARTICLE VII - Purpose

The purpose of the company is to engage in any lawful or activity for which an LLC may be organized under the laws of Florida and the United States.

ARTICLE VIII - Indemnification

- (a) The company shall indemnify every manager, and the manager's heirs, executors and administrators, against expenses actually and reasonably incurred by the manager, as well as against any amount paid upon a judgment in connection with any action, suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a manager of this professional limited liability company.
- (b) This indemnification is being given because the manager(s) will be requested by the company to act for and on behalf of the company and for the company's benefit.
- (c) This indemnification is not exclusive of other rights to which the manager(s) may be entitled.
- (d) The manager(s) are entitled to the fullest indemnification allowed by the current law or as the law may be amended after the adoption of these articles.
- (e) A manager shall be liable to the company for the following actions:
 - (1) Any breach of his or her duty of loyalty to the company, or to its members;
 - (2) An act or omission that was taken in bad faith and which constitutes a breach of the Manager's duty to the company by an act that is grossly negligent, malicious, or intentional, as those terms are defined at law:
 - (3) A transaction in which the manager benefits to the detriment of the company or its members.
 - (4) An action for which the manager is liable at law and for which an indemnification is not allowed.

ARTICLE IX - Operating Agreement

Page 3 of 3

The Operating Agreement will establish the duties and responsibilities of each authorized member as well as method of distribution of profits and liability for expenses. In the event of conflict between the Operating Agreement and the Articles of Organization, the Operating Agreement will govern.

ARTICLE X - Right To Continue Business

In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in **Vacation Homes Solutions**, LLC the remaining members have the right under the operating agreement to continue the business of the company.

ARTICLE XI - Certificate of Membership

A member's interest in **Vacation Homes Solutions**, **LLC** may be evidenced by a certificate of membership interest signed by the Authorized Member of the LLC, which may be assigned or transferred. The right to assign or transfer a member's interest in **Vacation Homes Solutions**, **LLC** is limited by the provisions of the Operating Agreement.

REQUIRED SIGNATURE:

Signature of a member or an authorized representative of a member

Lorne Kastner, Thrust Marketing Inc.

Authorized Member

Vacation Homes Solutions, LLC

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(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)