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Florida Department of State
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**FLORIDA LIMITED LIABILITY CO.
Historic Brooksville Properties, LLC**

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October 19, 2021

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BARNETT, KIRKWOOD

SUBJECT: HISTORIC BROOKSVILLE PROPERTIES, LLC
REF: W21000138497

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Neysa Culligan
Regulatory Specialist III

FAX Aud. #: H21000388011
Letter Number: 521A00025453

H21000388011

**ARTICLES OF ORGANIZATION
OF
HISTORIC BROOKSVILLE PROPERTIES, LLC**

The undersigned hereby organizes a limited liability company under the provisions of the Florida Revised Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

ARTICLE 1
Name

The name of this limited liability company is:

Historic Brooksville Properties, LLC

(hereafter, the "Company").

ARTICLE 2
Effective Date

The Company shall have perpetual existence, commencing effective on the date of filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE 3
Mailing Address and Principal Office

The address of the principal office and mailing address of the Company is 14391 Spring Hill Drive, Suite 403, Spring Hill, Florida 34609.

ARTICLE 4
Initial Registered Office and Agent

The street address of the initial registered office of the Company is 14391 Spring Hill Drive, Suite 403, Spring Hill, Florida 34609, and the name of the initial registered agent of the Company at that address is Wayne Johnson.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE 5
Management

The Company shall be a “manager managed limited liability company” for purposes of the Act. The name and mailing address of the initial manager of the Company are:

Wayne Johnson
14391 Spring Hill Drive
Suite 403
Spring Hill, Florida 34609

ARTICLE 6
Restrictions on Transfer and Operating Agreement

The membership interests of the Company are subject to certain transfer restrictions contained in the Company’s operating agreement, as amended and/or restated from time to time (“Operating Agreement”). The membership interests of the Company have not been registered under the Securities Act of 1933, as amended, and may not be offered, sold, or otherwise transferred, pledged or hypothecated except in accordance with the Company’s Operating Agreement and applicable law. Any member of the Company or its assignee shall be bound by the terms and conditions of the Company’s Operating Agreement. The Company will furnish to any member or assignee, upon request and without charge, a full statement of the restrictions and a copy of the Company’s Operating Agreement.

ARTICLE 7
Indemnification

The Company shall indemnify its managers and members to the fullest extent authorized by law.

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WITNESS WHEREOF, the undersigned authorized representative of the members has
executed these Articles of Organization on the __18__ day of October, 2021.



WAYNE JOHNSON, as Manager

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE OF
HISTORIC BROOKSVILLE PROPERTIES, LLC**

Pursuant to the provisions of Section 605.0113 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is Historic Brooksville Properties, LLC.
2. The name and address of the registered agent and office are:

Wayne Johnson
14391 Spring Hill Drive
Suite 403
Spring Hill, Florida 34609

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, Florida Statutes.

Dated: October 18__, 2021



WAYNE JOHNSON

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CLERK OF COURT
TALLAHASSEE, FLORIDA

11-11-21

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