

2/14/22, 4:26 PM

Division of Corporations

L22000063976

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H22000059104 3)))



H220000591043ABCX

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : NELSON MULLINS RILEY & SCARBOROUGH LLP
Account Number : I19980000090
Phone : (407)839-4200
Fax Number : (407)839-4264

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FLORIDA LIMITED LIABILITY CO.
GRAPHENE HOLDINGS, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

416

2022 FEB 16 PM 12:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2022 FEB 16 PM 1:15

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

(H22000059104 3)

ARTICLES OF ORGANIZATION**OF****GRAPHENE HOLDINGS, LLC**

The undersigned acting as the organizer of GRAPHENE HOLDINGS, LLC, under the Florida Limited Liability Company Act, Chapter 605, *Fla. Stat.*, adopts the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is GRAPHENE HOLDINGS, LLC (the "Company").

ARTICLE II - Address:

The mailing address and principal office address of the limited liability company is 38 Northshore Drive, Palm Coast, Florida 32137.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The limited liability company is to be managed by managers and the names and addresses of the individuals who are to serve as initial managers until the first annual meeting of the members or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Timothy Alan Hale	38 Northshore Drive Palm Coast, Florida 32137
Sara Jane Hale	38 Northshore Drive Palm Coast, Florida 32137

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the majority written consent of all then existing voting Members of the Company.

(H22000059104 3)

FILED
2022 FEB 16 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(H22000059104 3)

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, *Fla. Stat.*

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be TIMOTHY ALAN HALE, whose street address is 38 Northshore Drive, Palm Coast, Florida 32137.

A copy of the registered agent's acceptance to serve accompanies these Articles.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the majority written approval of all voting Members of the Company.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a manager of the Company (and the heirs, executors, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a manager or officer existing at the time of such repeal or amendment.

(H22000059104 3)

(H22000059104 3)

ARTICLE X – Member Interests:

The Company is authorized to issue both voting and nonvoting member certificates. All common member certificates shall be identical in all respects except the nonvoting member certificates shall carry no right to vote on any matter except as the State of Florida requires that voting rights be granted nonvoting member interests.

IN WITNESS WHEREOF, the undersigned executes these Articles of Organization as of this 9th day of February 2022. Having an effective filing date of February, 15, 2022


TIMOTHY ALAN HALE

FILED
2022 FEB 16 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(H22000059104 3)

(H22000059104 3)

**ACCEPTANCE OF APPOINTMENT OF
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 605.415, FLORIDA STATUTES, THE UNDERSIGNED REGISTERED AGENT 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 **GRAPHENE HOLDINGS, LLC.**
2. The name and address of the registered agent is:

TIMOTHY ALAN HALE
38 Northshore Drive
Palm Coast, Florida 32137

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in his capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and that he is familiar with and accepts the obligations of his position as registered agent.


TIMOTHY ALAN HALE

Dated this 9th day of February 2022.

FILED
 2022 FEB 16 PM 1:15
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

(H22000059104 3)