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**FLORIDA LIMITED LIABILITY CO.
JW CAPITAL MANAGEMENT, LLC**

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**T. SCOTT
JUN - 3 2022**

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CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
JW CAPITAL MANAGEMENT, LLC**

The undersigned, acting as an authorized representative of the initial members of the above captioned Limited Liability Company, under the provisions of the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*, adopts the following Articles of Organization:

**ARTICLE I
NAME & ADDRESS**

The name of this limited liability company shall be **JW CAPITAL MANAGEMENT, LLC** (the "Company") and its principal office and mailing address is 1646 W. Snow Ave. #235, Tampa, Florida 33606.

**ARTICLE II
EFFECTIVE DATE**

The Company shall commence its existence on June 2, 2022.

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company shall be 1801 N. Highland Avenue, Tampa, Florida 33602, and the initial registered agent of the Company at such address is BUSH ROSS REGISTERED AGENT SERVICES, LLC.

Joseph A. Probasco, Esq. Florida Bar No.: 0571822 Bush Ross, P.A. 1801 N. Highland Avenue, Tampa, FL 33602 Facsimile Audit No.: H22000193378 3

ARTICLE IV
OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

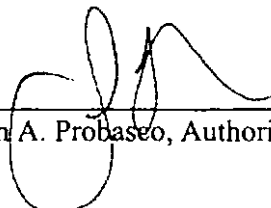
ARTICLE V
MANAGEMENT OF THE COMPANY

The Company shall be managed by a manager or managers who shall be elected by the members in the manner set forth in the Company's Operating Agreement. The initial Manager shall be **James Wickenhauser**.

ARTICLE VI
INDEMNIFICATION

If the criteria set forth in §605.0408, *Florida Statutes*, or any successor statute, and any criteria set forth in the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §605.0408, *Florida Statutes*.

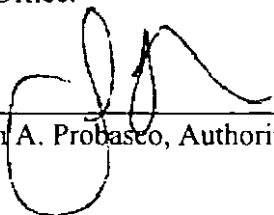
IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles of Organization this 2nd day of June, 2022.



Joseph A. Probaseo, Authorized Representative

**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of Chapter 605, *Florida Statutes*, **JW CAPITAL MANAGEMENT, LLC**, desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.

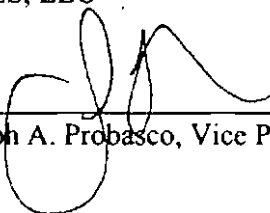


Joseph A. Probasco, Authorized Representative

ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named Company and agrees to act as such in accordance with the provisions of Chapter 605, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT
SERVICES, LLC

By: 

Joseph A. Probasco, Vice President