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ARTICLES OF ORGANIZATION FOR ROCKWELL PRIVATE CAPITAL, LLC

The undersigned, acting as registered agent of a Limited Liability Company pursuant to Chapter 605, Florida Statutes, hereby adopts the following Articles of Organization of such limited liability company.

ARTICLE I

The name of the Limited Liability Corporation shall be:

Rockwell Private Capital, LLC

ARTICLE II

The address of the principal place of business of this limited liability company shall be:

111 N Orange Ave., Suite #775 Orlando, FL 32801

The mailing address of the limited liability company shall be the same.

ARTICLE III

The name and Florida street address of the registered agent is:

Michael Kelly 890 South Palafox Street, Suite 200 Pensacola, FL 32502

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, Fla. Stat.

Registered Agent

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ARTICLE IV

The affairs of the above stated limited liability company shall be managed by a Board of Directors. The initial Board of Directors shall consist of two (2) members. The initial Board of Directors shall serve until the first meeting of shareholders, or until their successors have been elected and qualified. The names and addresses of the persons who shall serve on the initial Board are:

Samuel J. Dixon President/MMBR 111 N Orange Ave., Suite #775 Orlando, FL 32801

Christopher J. Dixon Director/MMBR 111 N Orange Ave., Suite #775 Orlando, FL 32801

ARTICLE V

The above stated limited liability company shall have an effective date of September 22, 2022.

ARTICLE VI

The purpose for which the limited liability company is organized is to engage in any and all lawful activity.

ARTICLE VII

The total authorized capital stock of this limited liability company shall consist of 100 shares of common stock, all of one class, with a par value of \$1.00 per share. The holders of the common stock of this limited liability company shall have preemptive rights to purchase their pro-rata share of such stock as may be issued from time to time by the limited liability company. A stockholder's rights to purchase shares shall be measured by the proportion his or her shares bear to the total number of shares issued and outstanding.

ARTICLE VIII

The Board of Directors shall have the authority to adopt and periodically amend the bylaws of the limited liability company. The Board of Directors shall determine the consideration to be received from the sale of stock in the limited liability company.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in Fla. Stat. § 817.155.

Authorized Representative

 $\frac{9/73/7}{\text{Date}}$

2022 OCT 29 AHII: 48





COLE, SCOTT & KISSANE BUILDING 890 SOUTH PALAFOX STREET, SUITE 200 PENSACOLA, FLORIDA 32502

TELEPHONE (850) 483-5900 FACSIMILE (850) 438-6969 DIRECT LINE (850) 483-5930

michael.kelly@csklegal.com

September 23, 2022

VIA CERTIFIED MAIL & E-MAIL

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Neysa.Culligan@dos.myflorida.com

Re: Rockwell Private Capital, LLC

Our File No.: 5018.2151-00

Ms. Culligan:

Enclosed for filing, please find the Articles of Organization for Rockwell Private Capital, LLC. Please note that the attached documents include a desired effective date of September 22, 2022. Please return all correspondence concerning this matter to the following:

Michael Kelly 890 South Palafox Street, Suite 200 Pensacola, FL 32502 Michael.kelly@csklegal.com

Also enclosed, please find a check made payable to the Florida Department of State in the amount of \$125.00. This includes the cost for: (1) Articles of Organization; and (2) Registered Agent Designation. If you need any additional funds, please let me know. Please return the requested documents to our office and please contact me at 850-483-5930 if you have any questions on the attached.

Sincerely.

Michael B. Kelly

Michael B. Kelly

MBK/za Enclosures as stated 2022 OCT 29 AHII: 48