

Florida Department of State

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FLORIDA LIMITED LIABILITY CO.

Kessler New York Holdings, LLC

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Electronic Filing Menu

Corporate Filing Menu

Help

To:

H22000362060 3

ARTICLES OF ORGANIZATION OF KESSLER NEW YORK HOLDINGS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, Florida Statutes Chapter 605, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - Name:

The name of the Limited Liability Company is Kessler New York Holdings, LLC.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is 4901 Vineland Road, Suite 650, Orlando, Florida 32811.

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall begin with the filing of these Articles with the Florida Department of State, and shall exist perpetually, unless sooner dissolved in accordance with the Operating Agreement of the Limited Liability Company or Florida law.

ARTICLE IV — Registered Agent:

The name and street address of the initial registered agent for this Limited Liability Company is Greenspoon Marder LLP, 201 East Pine Street, Suite 500, Orlando, Florida 32801.

ARTICLE V - Management:

The Limited Liability Company is to be managed by managers and the name and address of the initial manager who is to serve as manager is:

> Richard Kessler 4901 Vincland Road, Suite 650 Orlando, FL 32811

The managers of this Limited Liability Company: (i) may be replaced by the members, and (ii) shall be elected by the members.

H22000362060 3

Whereof, the undersigned has executed these Articles this 21st day of October 2022.

Kate Saft, Esq.

Authorized Representative of Member

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H22000362060 3

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, 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: Kessler New York Holdings, LLC
- 2. The name and address of the registered agent and office is:

Greenspoon Marder LLP (the "Firm") 201 E. Pine Street, Suite 500 Orlando, FL 32801

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 Firm hereby accepts the appointment as registered agent and agree to act in this capacity. The Firm further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and the Firm is familiar with and accept the obligations of its position as registered agent.

| Kall Saft | | October 21-2022 N |
|-------------------------------|-------------|--------------------|
| Kate Sast, Esq., For the Firm | (Signature) | 22 0CT 21 PH 12: 3 |