

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA LIMITED LIABILITY CO.
FALLS RIVER GROUP, LLC

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**ARTICLES OF ORGANIZATION
OF
FALLS RIVER GROUP, LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

**ARTICLE I
Name**

The name of this Company shall be: FALLS RIVER GROUP, LLC.

**ARTICLE II
Place of Business**

The principal place of business and the mailing address of this Company shall be 209 Egret Avenue, Naples, Florida 34108, and such other place or places as may be designated by the manager from time to time.


**ARTICLE III
Registered Agent and Office**

The initial registered agent for this Company shall be Stephen Maddox and the address of the registered agent for service of process shall be 209 Egret Avenue, Naples, Florida 34108.

**ARTICLE IV
Management of Business**

The Company shall be manager-managed. The initial manager shall be Stephen Maddox, whose address is 209 Egret Avenue, Naples, Florida 34108.

The undersigned has executed these Articles of Organization this 9th day of January 2023.


STEPHEN MADDOX,
Manager

23 JAN 10 PM 12:35
NOTARIZED
JAN 10 2023

Prepared By:
Michael T. Cronin, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
511 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818

**CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 209 Egret Avenue, Naples, Florida 34108, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated this 9th day of January 2023.



STEPHEN MADDOX

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**WRITTEN CONSENT BY THE MEMBER AND MANAGER
AND
RIGHT TO USE OF THE NAME
OF
FALLS RIVER GROUP, LLC**

Pursuant to Florida Statutes, Section 605.04073, the sole Member and Manager of FALLS RIVER GROUP, LLC, a Florida limited liability company, registered to do business in Florida (the "Company"), does hereby agree, consent to, adopt and order the following written action:

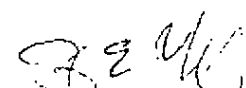
1. The undersigned does hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given.
2. The Articles of Organization for Falls River Group, LLC were filed on December 2, 2004, and assigned Document Number L04000087599.
3. The Member and Manager of the Company hereby consents to the use of the name Falls River Group, LLC on the records of the Florida Division of Corporations, and all derivatives and acronyms thereof (collectively, the "FRG Name") by FRG Acquisition LLC, a Florida limited liability company (the "Buyer"), pursuant to that certain Asset Purchase Agreement by and between Company and Buyer, dated December 31, 2022. Pursuant to this action, Buyer shall have an irrevocable, perpetual, exclusive and royalty-free right to use and all right, title and interest in the FRG Name.
4. This action was approved on the 9th day of January 2023, and the undersigned does hereby give his written consent to the foregoing.

MEMBER AND MANAGER:


KERRY DUSTIN

ACKNOWLEDGED AND ACCEPTED BY:

FRG ACQUISITION LLC

By: 
Stephen Maddox, President

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