# **Division of Corporations** Electronic Filing Cover Sheet

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Division of Corporations

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From:

Account Name : COMPUTERSHARE Account Number: 110432003053 : (561)694-8107 Phone Fax Number : (561)214-8442

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# FLORIDA LIMITED LIABILITY CO.

### Elexya Capital LLC

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### ARTICLES OF ORGANIZATION

#### Article L. Name

The name of this Florida limited liability company is: Elexya Capital LLC

#### Article II. Address

The street address of the Company's initial principal office is: Elexya Capital LLC 1801 NE 123rd Street, Suite 314 North Miami FL 33184

The mailing address of the Company's initial principal office is: Elexya Capital LLC 1801 NE 123rd Street, Suite 314 North Miami FL 33184

#### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Salford Corporate Services Inc. 20803 Biscayne Blvd, Suite 405 Aventura FL 33180

# Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Computershare Governance Services Inc. 801 US Highway 1 North Palm Beach FL 33408 (561) 694-8107



#### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

### Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Alan Remba 1801 NE 123rd Street, Suite 314 North Miami FL 33184

### Article VII. Company Existence

The Company's existence shall begin effective as of August 8, 2023.

The undersigned authorized representative of a member executed these Articles of Organization on 8/8/2023.

COMPUTERSHARE OVERNANCE SERVICES INC

Carlos M. Alvarez Vice President by Jenisa S. Irizarry as Attorney-in-Fact

Computershare Governance Services Inc.

801 US Highway 1 North Palm Beach FL 33408 (561) 694-8107



## STATEMENT OF REGISTERED AGENT

# **LIMITED LIABILITY COMPANY:**

Elexya Capital LLC

#### **REGISTERED AGENT/OFFICE:**

Salford Corporate Services Inc. 20803 Biscayne Blvd, Suite 405 Aventura FL 33180 UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

SALFORD CORPORATE SERVICES INC.

by Jenisa S. Irizarry as Attorney-in-Fact

Date: August 8, 2023.

Computershare Governance Services Inc. 801 US Highway 1 North Palm Beach FL 33408 (561) 694-8107