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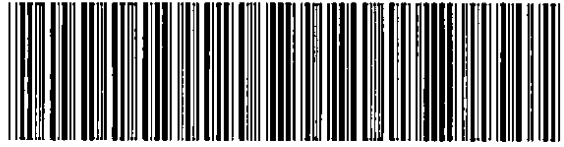
(Business Entity Name)

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DATE: 09/05/2023

NAME: SPENCERFIELD HOLDINGS, L.L.C.

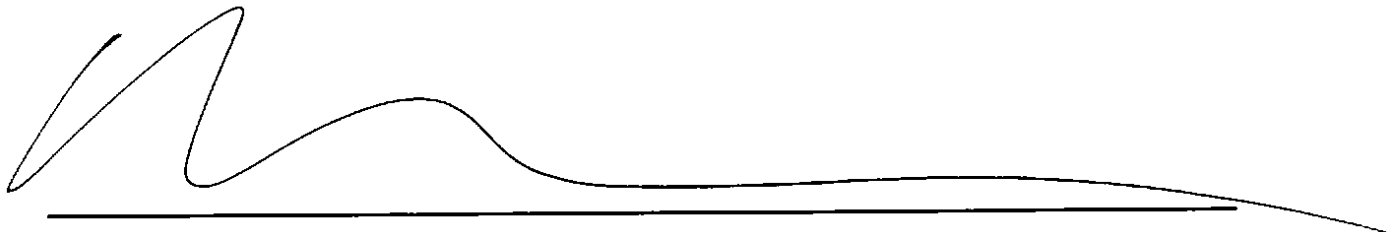
TYPE OF FILING: ARTICLES

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 6, 2023

FLORIDA FILING & SEARCH SERVICES, INC.

SUBJECT: SPENCERFIELD HOLDINGS, L.L.C.
Ref. Number: W23000120229

We have received your document for SPENCERFIELD HOLDINGS, L.L.C.. However, the document has not been filed and is being returned for the following:

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

If you have any further questions concerning your document, please call (850) 245-6052.

KAIN COSTELLO
Regulatory Specialist II
New Filing Section

Letter Number: 123A00020498

Please keep original filing date.

Thank you!

2023 SEP - 6 11:10:50
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

SPENCERFIELD HOLDINGS, L.L.C.

The undersigned, being authorized to execute and file these Articles on behalf of the members for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 605, does hereby certify and adopt these Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **SPENCERFIELD HOLDINGS, L.L.C.** ("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be P.O. Box 11605, Pensacola Florida, 32524, and the street address is 4519 Southpointe Lane, Pensacola, Florida 32514.

ARTICLE III – DURATION and PURPOSE

The Company shall commence on the date of filing these Articles of Organization with the Florida Department of State and the Company's existence shall be perpetual. The primary purposes of the Company shall be real estate development and related services.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Kerry Anne Schultz, Esquire, 2779 Gulf Breeze Parkway, Gulf Breeze, Florida 32563.

ARTICLE V - CAPITAL CONTRIBUTIONS

The cash and/or property contributed to the Company by its members and the members' obligations to make additional contributions to the Company shall be as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

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ARTICLE VI – MANAGER OR MEMBER

The name and address of each Manager or Member is as follows:

<u>Name and Address:</u>	<u>Title:</u>
Matthew Jones P.O. Box 11605 Pensacola FL 32524	Manager
Matthew Exum P.O. Box 11605 Pensacola FL 32524	Member
Shelly Exum P.O. Box 11605 Pensacola FL 32524	Member
Jeffrey Weaver P.O. Box 11605 Pensacola FL 32524	Member
Jennifer Weaver P.O. Box 11605 Pensacola FL 32524	Member
Geoffrey Shaeffer P.O. Box 11605 Pensacola FL 32524	Member
Andra Schaeffer P.O. Box 11605 Pensacola FL 32524	Member
Matthew Milstein P.O. Box 11605 Pensacola FL 32524	Member
Matthew Jones and Meagan Jones, Co-Trustees for the Jones Revocable Trust, dated January 6 th , 2023 P.O. Box 11605 Pensacola FL 32524	Member

ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

Additional members may not be admitted except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members. Members' interests in the Company may not be transferred except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VIII – MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, withdrawal, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE IX - MANAGEMENT

The Company shall be manager-managed in accordance with the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE X - AMENDMENT

These Articles of Organization and the Operating Agreement of the Company may be amended from time to time as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

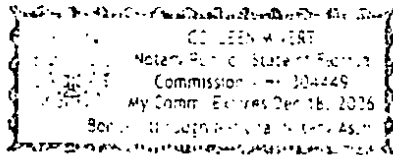
IN WITNESS WHEREOF, the undersigned hereby acknowledges and executes these Articles of Organization on behalf of and as an authorized representative of the members and of the Company.



KERRY ANNE SCHULTZ, Organizer

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 7 day of September 2023, by **KERRY ANNE SCHULTZ**, who is ☒ personally known to me or ☐ who has produced _____ as identification and has not taken an oath.



Colleen W. West
NOTARY PUBLIC
Commission No.: _____
Commission Expires: _____

**ACCEPTANCE OF DESIGNATION AS
RESIDENT AGENT**

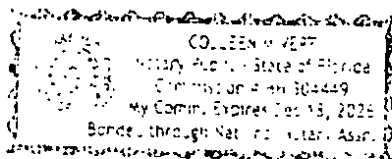
KERRY ANNE SCHULTZ, the designated resident agent of **SPENCERFIELD HOLDINGS, L.L.C** does hereby certify that her business address is 2779 Gulf Breeze Parkway, Gulf Breeze, Florida 32563, do hereby accept the designation and appointment as resident agent of **SPENCERFIELD HOLDINGS, L.L.C.**, a Florida Limited Liability Company, and am familiar with and accept the duties and obligations of registered agent.

DATED this 7 day of September 2023

KERRY ANNE SCHULTZ

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 7 day of September 2023, by **KERRY ANNE SCHULTZ**, who is ☒ personally known to me or ☐ who has produced _____ as identification and has not taken an oath.



Colleen W. West
NOTARY PUBLIC
Commission No.: _____
Commission Expires: _____

2023

4:10:50