

L23000 439104

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H23000303470 3)))



H230003034703ABCW

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : NELSON MULLINS RILEY & SCARBOROUGH, ORLANDO
Account Number : I19980000090
Phone : (407)839-4200
Fax Number : (407)839-4264

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FILED
2023 SEP 13 PM 1:20
TALLAHASSEE, FL

FILED

GOEHRING AND MORGAN HOLDINGS, LLC
GOEHRING AND MORGAN HOLDING COMPANY, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

9-13-23

Electronic Filing Menu

Corporate Filing Menu

Help



September 5, 2023

FLORIDA DEPARTMENT OF STATE

Division of Corporations

NELSON MULLINS RILEY & SCARBOROUGH, ORLANDO

SUBJECT: GOEHRING AND MORGAN HOLDING COMPANY, LLC
REF: W23000119352

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity cannot include "COMPANY." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

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

Rickey L Richardson
Regulatory Specialist II
New Filing Section

FAX Aud. #: H23000303470
Letter Number: 723A00020380

ARTICLES OF ORGANIZATION
OF
GOEHRING AND MORGAN HOLDINGS, LLC

The undersigned acting as the organizer of GOEHRING AND MORGAN HOLDINGS, LLC, under the Florida Limited Liability Company Act, Chapter 605, Fla. Stat., adopt the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is GOEHRING AND MORGAN HOLDINGS, LLC (the "Company").

ARTICLE II - Address:

The mailing address of the limited liability company and the principal office address of the limited liability company is 1822 Edgewater Drive, Suite A, Orlando, Florida 32804.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The limited liability company is to be managed by a manager and the name and address of the individual to serve as the initial manager until the first annual meeting of members or until his successor is elected and qualified, is:

<u>Name</u>	<u>Address</u>
Matthew Beau Morgan	1200 Alexandra Court Orlando, Florida 32804

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members in accordance with the Company's Operating Agreement.

FILED
2023 SEP 13 PM 1:20
CLERK OF DISTRICT COURT
JANUARY 13 2023

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, Fla. Stat.

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be REGINA RABITAILLE, whose address is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the majority written approval of all voting Members of the Company.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a manager or officer existing at the time of such repeal or amendment.

FILED
2023 SEP 13 PM 1:20
CLERK OF CIRCUIT COURT
JULIA A. HASSLER, CLERK

ARTICLE X – Member Interests:

The Company is authorized to issue both voting and nonvoting membership interests. All membership interests shall be identical in all respects except the nonvoting membership interests shall carry no right to vote on any matter except as the State of Florida requires that voting rights be granted nonvoting membership interests.

30 IN WITNESS WHEREOF, the undersigned executes the Articles of Organization as of this day of August, 2023.


MATTHEW BEAU MORGAN, Organizer

FILED
2023 SEP 13 PM 1:20
TALLAHASSEE, FL

ACCEPTANCE OF APPOINTMENT OF
REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES,
THE UNDERSIGNED REGISTERED AGENT 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 GOEHRING AND MORGAN
HOLDINGS, LLC.
2. The name and address of the registered agent and its office is:

REGINA RABITAILLE
390 North Orange Avenue, Suite 1400
Orlando, Florida 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 undersigned hereby accepts
the appointment as registered agent and agree to act in this capacity. The undersigned further
agrees to comply with the provisions of all statutes relating to the proper and complete performance
of her duties, and is familiar with and accepts the obligations of her position as registered agent.


REGINA RABITAILLE

Dated this 30th day of August, 2023.