

**L23000542526**

## Florida Department of State

## Division of Corporations

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DIVISION OF CORPORATIONS

## FLORIDA LIMITED LIABILITY CO.

## BIG NEST INVESTMENT HOLDINGS, LLC

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**ARTICLES OF ORGANIZATION**  
**OF**  
**BIG NEST INVESTMENT HOLDINGS, LLC**

The undersigned acting as the organizer of BIG NEST INVESTMENT 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 BIG NEST INVESTMENT HOLDINGS, LLC (the "Company").

**ARTICLE II - Address:**

The mailing address of the limited liability company is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801, and the principal office address of the limited liability company is c/o Paracorp Incorporated, 155 Office Plaza Drive, 1<sup>st</sup> Floor, Tallahassee, Florida 32301.

**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 one or more managers and the name and address of the individual who is to serve as the initial manager until the first annual meeting of members or until his or her successor is elected and qualified is contained within the terms of the Operating Agreement of the Company.

**ARTICLE V - Admission of Additional Members:**

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

**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.

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**ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be PARACORP INCORPORATED, whose address is 155 Office Plaza Drive, 1<sup>st</sup> Floor, Tallahassee, Florida 32301.

**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.

**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.

IN WITNESS WHEREOF, the undersigned executes the Articles of Organization as of this 1<sup>st</sup> day of December, 2023.

  
REGINA RABITALL, Esquire, Organizer

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STATE OF FLORIDA

REGISTERED AGENT CONSENT FORM

DATE:

12/1/2023

ENTITY NAME:

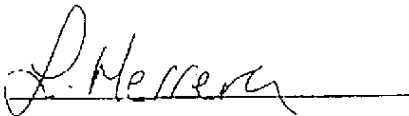
BIG NEST INVESTMENT HOLDINGS, LLC

REGISTERED AGENT NAME AND ADDRESS:

Paracorp Incorporated  
155 Office Plaza Drive, 1st Floor  
Tallahassee, FL 32301

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TALLAHASSEE, FL  
SECRETARY OF STATE

Paracorp Incorporated, having been designated to act as Statutory Agent, hereby consents to act in the capacity for the above-referenced entity until removed or resignation is submitted in accordance with the Florida Revised Statutes.



Leticia Herrera, Assistant Secretary  
Paracorp Incorporated

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