

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : SHUMAKER, LOOP & KENDRICK LLP
Account Number : 075500004387
Phone : (813)229-7600
Fax Number : (813)229-1660

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

Email Address: wblair@shumaker.com

FLORIDA LIMITED LIABILITY CO.

Powerhouse Management Group USA, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

2023 DEC 28 PM 5:01

2023 DEC 28 PM 5:02

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**ARTICLES OF ORGANIZATION
OF
POWERHOUSE MANAGEMENT GROUP USA, LLC**

ARTICLE I – Name:

The name of the Limited Liability Company is:

POWERHOUSE MANAGEMENT GROUP USA, LLC

ARTICLE II – Address:

The mailing address and the principal address of the Limited Liability Company are:

#1-27355 Gloucester Way
Langley, BC V4W 3Z8
Canada

ARTICLE III – Management:

The Limited Liability Company is to be manager-managed by one or more managers as elected and provided for in the Operating Agreement of the Limited Liability Company.

ARTICLE IV – Indemnification:

The Limited Liability Company shall, to the full extent permitted by Section 605.0408, of the Florida Statutes, as amended from time to time, indemnify all persons whom it may indemnify pursuant thereto. The indemnification provided by this Article IV shall not limit or exclude any rights, indemnities or limitations of liabilities to which any person may be entitled, whether as a matter of law, under the regulations of the limited liability company, by agreement or otherwise.

ARTICLE V – Admission of Members

No person may be admitted as a Member, whether as a substituted Member or an additional Member, except upon the consent of the Members as provided in Section 605.0401(3)(c) or as provided in Section 605.0701(3) and in the manner set forth in the Operating Agreement of the Limited Liability Company, as it may be amended from time to time, or as otherwise agreed by all of the Members.

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ARTICLE VI – Transfer of Interest in Company

No transfer of an Interest in the Limited Liability Company is permitted or valid except in accordance with the restrictions on transfer contained in the Operating Agreement of the Limited Liability Company, as amended at the effective time of the transfer.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative and acknowledged them to be my act this 26th day of December 2023.

DocuSigned by:

4C765A2077B745E

Signature of an authorized representative.

(In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided in section 817.155, Florida Statutes.)

James Austin

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

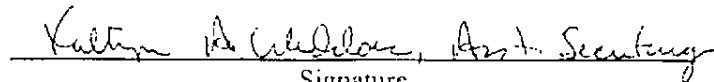
PURSUANT TO THE PROVISIONS OF SECTION 605, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **POWERHOUSE MANAGEMENT GROUP USA, LLC.**

2. The name and the Florida street address of the registered agent are:

C T Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

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