Florida Department of State

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FLORIDA LIMITED LIABILITY CO.

JAS Roth Landbanking LLC

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ARTICLES OF ORGANIZATION of JAS ROTH LANDBANKING LLC

a Florida Limited Liability Company

These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

ARTICLE ONE: NAME

The name of the Company is Jas Roth Landbanking LLC.

ARTICLE TWO: PRINCIPAL OFFICE AND MAILING ADDRESS.

The principal office of the Company shall be located at 13191 Starkey Rd, Suite 2, Largo, FL 33773, but its mailing address shall be 3908 26th St W, Bradenton, FL 34205, until and unless such principal office location or mailing address is subsequently changed by the Company. The Company may also establish and maintain any other locations or mailing addresses as is determined by the Company to be appropriate.

ARTICLE THREE: COMMENCEMENT AND DURATION

The Company shall commence its existence on 8 August 2024 and it shall exist perpetually thereafter until and unless terminated in accordance with its Operating Agreement or otherwise dissolved according to law.

ARTICLE FOUR: MEMBERSHIP AND OPERATING AGREEMENT

There shall be one initial Member of the Company, as named in the Operating Agreement adopted by such Member in behalf of the Company. The Operating Agreement shall be in writing and shall be signed by the initial Member. No Membership Interest may be transferred and no additional Members shall be admitted to the Company except as specifically set forth in the Operating Agreement and in strict compliance therewith.

The initial Member has authorized the undersigned signatory of these Articles of Organization to submit the same for filing with the Florida Department of State, as its authorized representative.

ARTICLE FIVE: MANAGEMENT AND AGENCY

The Company shall be a manager-managed Company. Until and unless changed by the Member in accordance with the Operating Agreement, the initial Manager of the Company shall be Daniel Holmes, whose mailing address is 3908 26th St W, Bradenton, FL 34205.

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The Manager may from time-to-time adopt resolutions of the Company appointing one or more agents who are granted authority to undertake various actions specified therein and to bind the Company with respect thereto, the same the Manager could itself undertake, including (but not limited to) delegation of the right to sell, convey, purchase, acquire, mortgage, encumber, and lease real property (including any interest in real property). This also includes delegation of the right to sign and deliver, and to accept delivery of, any and all documents in the name of and on behalf of the Company relating to the transfer, sale, conveyance, encumbrance, purchase, acquisition, or any other transaction of or matter affecting real property, including (but not limited to) offers to purchase or sell, contracts and assignment of contracts, deeds, promissory notes and endorsements thereof, mortgages, leases and assignments of leases, releases, agreements, affidavits, closing statements, receipts, waivers, notices, U.S. Internal Revenue Service forms and reports, and all other documents deemed appropriate by the appointed agent to carry out any such grant and delegation. Any such appointment may be revoked at any time.

The Company (including its Manager and Member) has no right, power, or authority to ever engage in or undertake a Prohibited Transaction as defined and described in §4975 of the U.S. Internal Revenue Code.

The Company shall operate and be managed to avoid or minimize any Unrelated Business Taxable Income as defined in the U.S. Internal Revenue Code.

ARTICLE SIX: REGISTERED OFFICE AND AGENT

The Registered Office of the Company is at 3908 26th St W, Bradenton, FL 34205, and the Registered Agent at that address is Agency Agents, LLC, a Florida limited liability company. The Company may subsequently change either or both the Registered Office and Registered Agent from time-to-time hereafter.

In Witness Whereof, these Articles of Organization are executed on 8 August 2024 by Marc H. Feldman, as authorized representative for the initial Member or Members of the Company.

Marc H. Feldman

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From Marc Feldman

ACCEPTANCE OF APPOINTMENT as REGISTERED AGENT

Agency Agents, LLC, a Florida limited liability company, hereby accepts its appointment as Registered Agent for Jas Roth Landbanking LLC, a Florida limited liability company, and will maintain the Registered Office of the Company in Manatee County, Florida, at 3908 26th St W, Bradenton, FL 34205.

Agency Agents, LLC, is familiar with and accepts the obligations imposed upon it as Registered Agent under Florida law.

Dated: 8 August 2024.

Agency Agents, LLC, a Norida limited liability company,

Marc H. Feldman, Manager