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COVER LETTER

**TO: New Filing Section
Division of Corporations**

SUBJECT: HighMark Trust, LLC

Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Andrew Baron

Name of Person

HighMark Trust, LLC

Firm/Company

3167 Burr Street, Fairfield, CT 06824

Address

Fairfield, CT 06824

City/State and Zip Code

andrew@highmarktrust.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Andrew Baron

203

895-0402

at (_____) _____

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☒ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

New Filing Section Division
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF ORGANIZATION

The undersigned, acting as managers for the purpose of forming a limited liability company under and by virtue of Chapter 605 and Section 658.16 of the Laws of the State of Florida, adopt the following Articles of Organization.

ARTICLE I

The name of the limited liability company shall be HighMark Trust, LLC (the "Company") and the address of its initial place of business shall be at 222 Lakeview Avenue, Suite 800 in the City of West Palm Beach, in the County of Palm Beach and State of Florida.

ARTICLE II

The general nature of the business to be transacted by the Company shall be: That of a general trust company business with all the rights, powers, and privileges granted and conferred by the Florida Financial Institutions Codes, regulating the organization, powers, and management of trust limited liability companies.

ARTICLE III

The Company shall begin business with \$6,000,000 in paid-in capital and capital surplus and shall maintain such minimum capital as required by the Florida Financial Institutions Code. The total number of membership units authorized to be issued by the company shall be 9,000,000. Such units shall be of a single common class and shall have a par value of \$1.00 per unit. The Company shall begin business with \$3,000,000 in paid-in common capital to be divided into 3,000,000 units. The amount of surplus with which the Company will begin business will be not less than \$3,000,000 and the amount of undivided profits, not less than \$-0-, all of which (capital, surplus, and undivided profits) shall be paid in cash.

No unitholder of the Company shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for a pro rata portion of any units of any class that the Company may issue or sell.

ARTICLE IV

The term for which the Company shall exist shall be perpetual unless terminated pursuant to the Florida Financial Institutions Codes and the terms of the Operating Agreement of the Company (the "Operating Agreement"). In no instance shall the Company be automatically terminated, dissolved, or operations suspended upon the occurrence of an event, including the death, disability, bankruptcy, expulsion, or withdrawal of a member of the Company.

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ARTICLE V

The Company shall be managed by a board of managers that shall be elected by the members of the Company. The board of managers shall operate in substantially the same manner as, and have substantially the same rights, powers, privileges, duties and responsibilities as, a board of directors of a trust company chartered as a corporation. The number of members of the board of managers shall not be fewer than five (5). A majority of the full board of managers may, at any time during the year following the annual meeting of unitholders, increase the number of managers by not more than two and appoint persons to fill resulting vacancies.

The names and street addresses of the first managers of the Company are:

<u>NAME</u>	<u>STREET ADDRESS</u>
KEVIN COLEMAN	455 Worth Ave. #404 Palm Beach, FL 33480
ANDREW BARON	3167 Burr St. Fairfield, CT 06824
WILLIAM YUN	11042 Turtle Beach Rd. N. Palm Beach, FL 33408
LEA PAINE HIGHET	1125 Park Ave., 14C New York, NY 10128
PAUL WEIGEL	17405 NW 8 th St. Pembroke Pines, FL 33029

ARTICLE VI

No member of the Company shall be liable for the debts, liabilities, or obligations of the Company in excess of the amount of the member's investment.

ARTICLE VII

The street and mailing address of the initial registered office of the Company in the State of Florida shall be 222 Lakeview Avenue, Suite 800, West Palm Beach, Florida 33401. The name of the registered agent of the Company at that address shall be Kevin Coleman.

{Signatures on Following Page}

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In witness of the foregoing, the undersigned manager(s) have executed these Articles of Organization this 22nd day of July, 2024.

NAME

STREET ADDRESS

KEVIN COLEMAN

455 Worth Ave. #404
Palm Beach, FL 33480

ANDREW BARON

3167 Burr St.
Fairfield, CT 06824

WILLIAM YUN

11042 Turtle Beach Rd.
N. Palm Beach, FL 33408

LEA PAINE HIGHT

1125 Park Ave., 14C
New York, NY 10128

PAUL WEIGEL

17405 NW 8th St.
Pembroke Pines, FL 33029

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STATE OF NEW YORK)
~~FLORIDA~~
COUNTY OF SUFFOLK)
~~PALM BEACH~~

The foregoing instrument was acknowledged before me this 22nd day of July, 2024,
by KEVIN COLEMAN, who is personally known to me or who has produced
as identification and who did/did not take an oath.

(SEAL)

Karla S. Schach
Notary Public - State of Florida at Large NEW YORK
My Commission Expires: 05-24-26 2024
#01486222563

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 605.0113 of the Florida Statutes.

Kevin Coleman

Dated: July 22nd, 2024

Approved by Office of Financial Regulation this _____ day of _____, 2024 in Tallahassee, Florida.

In witness of the foregoing, the undersigned manager(s) have executed these Articles of Organization this 9th day of August, 2024.

NAME

STREET ADDRESS

KEVIN COLEMAN

455 Worth Ave. #404
Palm Beach, FL 33480

ANDREW BARON

3167 Burr St.
Fairfield, CT 06824

WILLIAM YUN

11042 Turtle Beach Rd.
N. Palm Beach, FL 33408

LEA PAINE HIGHET

1125 Park Ave., 14C
New York, NY 10128

PAUL WEIGEL

17405 NW 8th St.
Pembroke Pines, FL 33029

STATE OF ~~FLORIDA~~ CT.)
COUNTY OF ~~PALM BEACH~~ Fairfield)

The foregoing instrument was acknowledged before me this 9th day of August, 2024,
by Andrew Baron, who is personally known to me or who has produced
ct. Drivers License as identification and who did/did not take an oath.

(SEAL)

Darlene Buccieri
Notary Public - State of ~~Florida~~ at Large
My Commission Expires: CT. 3/31/28, 2024

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 605.0113 of the Florida Statutes.

Kevin Coleman

Dated: _____, 2024

Approved by Office of Financial Regulation this _____ day of _____, 2024 in Tallahassee, Florida.

In witness of the foregoing, the undersigned manager(s) have executed these Articles of Organization this 5th day of August, 2024.

NAME

STREET ADDRESS

KEVIN COLEMAN

455 Worth Ave. #404
Palm Beach, FL 33480

ANDREW BARON

3167 Burr St.
Fairfield, CT 06824

WILLIAM YUN

11042 Turtle Beach Rd.
N. Palm Beach, FL 33408

LEA PAINE HIGHET

1125 Park Ave., 14C
New York, NY 10128

PAUL WEIGEL

17405 NW 8th St.
Pembroke Pines, FL 33029

FVH New York
STATE OF ~~FLORIDA~~)
FVH
COUNTY OF ~~PALM BEACH~~)
Suffolk

The foregoing instrument was acknowledged before me this 5th day of August, 2024,
by William K. Yun, who is personally known to me or who has produced
Florida Driver's License as identification and who did/did not take an oath.

Ivan von Hassell
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01VO6432568
QUALIFIED IN SUFFOLK COUNTY
TERM EXPIRES MAY 2, 2026

[Signature]
Notary Public - State of Florida at Large
My Commission Expires: May 2, 2024

24 2026
2024

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 605.0113 of the Florida Statutes.

Kevin Coleman

Dated: _____, 2024

Approved by Office of Financial Regulation this _____ day of _____, 2024 in Tallahassee, Florida.

In witness of the foregoing, the undersigned manager(s) have executed these Articles of Organization this 7th day of 20 August 2024.

NAME

STREET ADDRESS

KEVIN COLEMAN

455 Worth Ave. #404
Palm Beach, FL 33480

ANDREW BARON

3167 Burr St.
Fairfield, CT 06824

WILLIAM YUN

11042 Turtle Beach Rd.
N. Palm Beach, FL 33408

Lea Paine Highet

LEA PAINE HIGHET

1125 Park Ave., 14C
New York, NY 10128

PAUL WEIGEL

17405 NW 8th St.
Pembroke Pines, FL 33029

New York
STATE OF ~~FLORIDA~~)
Essex
COUNTY OF ~~PALM BEACH~~)

The foregoing instrument was acknowledged before me this 7 day of August, 2024,
by Lea Paine Highet, who is personally known to me or who has produced
NY Driver License as identification and who did/did not take an oath.

(SEAL)

JACQUELINE HALLOCK
Notary Public, State of New York
No. 01RO6198865
Qualified in Clinton County
My Commission Expires 01/09/2025

Lea Paine Highet
Notary Public - State of ~~Florida~~ New York
My Commission Expires: 01/09, 2024

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 605.0113 of the Florida Statutes.

Kevin Coleman

Dated: _____, 2024

Approved by Office of Financial Regulation this _____ day of _____, 2024 in Tallahassee, Florida.

In witness of the foregoing, the undersigned manager(s) have executed these Articles of Organization this 22 day of July, 2024.

NAME

STREET ADDRESS

KEVIN COLEMAN

455 Worth Ave. #404
Palm Beach, FL 33480

ANDREW BARON

3167 Burr St.
Fairfield, CT 06824

WILLIAM YUN

11042 Turtle Beach Rd.
N. Palm Beach, FL 33408

LEA PAINE HIGHET

1125 Park Ave., 14C
New York, NY 10128

PAUL WEIGEL

17405 NW 8th St.
Pembroke Pines, FL 33029

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 22 day of July, 2024,
by Paul Weigel, who is personally known to me or who has produced
FL Driver License as identification and who did/did not take an oath.



(SEAL) Leyden Colla
Comm.: # HH 233624
Expires: February 27, 2026
Notary Public - State of Florida

Notary Public - State of Florida at Large
My Commission Expires: 02/27, 2026

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 605.0113 of the Florida Statutes.

Kevin Coleman

Dated: _____, 2024

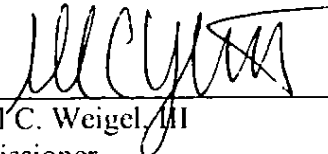
Approved by Office of Financial Regulation this _____ day of _____, 2024 in Tallahassee, Florida.

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Highmark Trust, LLC

The foregoing Articles of Incorporation are APPROVED by the Office of Financial Regulation
this 18th day of September, 2024.

Tallahassee, Leon County, Florida



Russell C. Weigel, III
Commissioner
Office of Financial Regulation