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To:

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

Attention: Tessira

From:

Account Name : OSBORNE & OSBORNE, P.A.
Account Number : I20000000119
Phone : (561)395-1000
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Email Address:

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**FLORIDA PROFIT/NON PROFIT CORPORATION
PALLAS CAPITAL, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FL

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OSBORNE & OSBORNE, P.A.

ATTORNEYS AT LAW

WILLS, TRUSTS & ESTATES • REAL ESTATE • ELDER LAW

R. BRADY OSBORNE, JR.
Board Certified - Wills, Trusts & Estates

E-MAIL: rbo@osbornepa.com
Extension: 114

February 13, 2020

VIA EMAIL

Florida Department of State
Division of Corporations
2415 N Monroe Street, Suite 810
Tallahassee, FL 32303

Re: Our File No.: 19-28554
Estate Planning

Dear Ms. Fason:

Pursuant to your request, this letter will serve as confirmation I approve the name of Pallas Capital, Inc. to serve as the Manager for Pallas Capital, LLC. Each entity is under the same ownership. Enclosed are the filings regarding Pallas Capital, Inc. along with the Articles of Organization for Pallas Capital, LLC and the letter regarding its acceptance from the Florida Department of State, Division of Corporations.

Should you have any questions or need any further information please contact me.

Very truly yours,

R. Brady Osborne, Jr.

RBO:co
Enclosures

ARTICLES OF INCORPORATION
OF
PALLAS CAPITAL, INC.

ARTICLE 1

NAME

The name of this Corporation is PALLAS CAPITAL, INC.

ARTICLE 2

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be 3745 PYRITE DRIVE,
ORLANDO, FL 32826.

ARTICLE 3

MAILING ADDRESS

The mailing address of this Corporation shall be 3745 PYRITE DRIVE, ORLANDO,
FL 32826.

ARTICLE 4

PURPOSES AND POWERS

This Corporation may engage in any activity or business permitted under the laws
of the United States and the State of Florida.

ARTICLE 5

CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue
is Ten Thousand (10,000) shares of Common Stock, having a par value of One Dollar
(\$1.00) per share, which shares of Common Stock, as a class, shall have unlimited voting
rights and are entitled to receive the net assets of this Corporation upon dissolution.

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ARTICLE 6

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1515 South Federal Highway, Suite 106, Boca Raton, Florida 33432, and the name of the initial registered agent of this Corporation at that address is R. BRADY OSBORNE, JR.

ARTICLE 7

INCORPORATOR

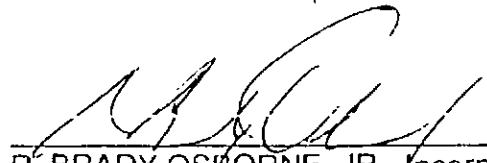
The name and address of the person signing these Articles of Incorporation, the Incorporator, is R. BRADY OSBORNE, JR., 1515 South Federal Highway, Suite 106, Boca Raton, Florida 33432.

ARTICLE 8

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

The undersigned Incorporator, for the purposes of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation as of the 22 day of October, 2019.



R. BRADY OSBORNE, JR., Incorporator


CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR
PALLAS CAPITAL, INC.

Pursuant to Section 607.0505, Florida Statutes, the following is submitted:

PALLAS CAPITAL, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named R. BRADY OSBORNE, JR., located at 1515 South Federal Highway, Suite 106, Boca Raton, Florida 33432, County of Palm Beach, State of Florida, as its registered agent for service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 607.0505, Florida Statutes.



Name: R. BRADY OSBORNE, JR.