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CSC - Tallahassee
1201 Hays Street
Tallahassee, FL 32301-2607
850-558-1500, Ext: x62969

To: Department Of State, Division Of Corporations
From: Amanda Miller
Ext: x62969
Date: 02/11/25
Order #: 1821140-1
Re: PHELAN - HOGFISH 138, LLC
Processing Method: Routine

TO WHOM IT MAY CONCERN:

Enclosed please find:

Certificate of Formation/Incorporation

Amount to be deducted from our State Account: \$125.00 - FL State Account Number:
120000000195

Please take the following action:

File in your office on basis

Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

2025 FEB 11 PM 3:01
FILED
A handwritten signature in cursive script, likely belonging to Amanda Miller, is written over the stamp.
A second handwritten signature in cursive script, identical to the one above, is written below the first signature.

ARTICLES OF ORGANIZATION
OF
PHELAN – HOGFISH 138, LLC

a Florida Limited Liability Company

The undersigned, being the duly authorized representative of the initial members of a limited liability company to be organized under the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, adopts and submits the following Articles of Organization for such limited liability company:

ARTICLE I
NAME

The name of the limited liability company is **PHELAN – HOGFISH 138, LLC**, a Florida limited liability company (the “Company”).

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company shall be **1061 Collier Center Way, Naples, Florida 34110**.

ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered agent of the Company is **4001 Tamiami Trail N., #300, Naples, FL 34103**, and the name of the registered agent at such address is **Matthew L. Grabinski, Esq.**

ARTICLE IV
EFFECTIVE DATE

The Company’s effective date of existence shall begin on the date of filing of these Articles.

ARTICLE V
DURATION

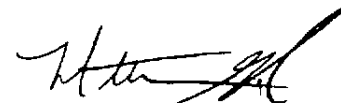
The Company’s duration shall be perpetual.

**ARTICLE VIII
INITIAL MANAGER**

The Company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The number of managers of the Company shall be initially be one (1). The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. Until such time as a successor or substitute is elected, appointed or designated in accordance with the Operating Agreement and Regulations, the Manager of the Company shall be as follows:

MGR: **Phelan Holdings, Inc.**
 Attn: Grant Phelan, Vice President
 1061 Collier Center Way
 Naples, Florida 34110

IN WITNESS WHEREOF, the undersigned, being the duly authorized representative of the Company, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, has executed these Articles of Organization as of the 10th day of February, 2025.

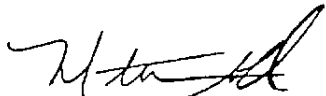


Matthew L. Grabinski, Esq.
Authorized Representative

2025 FEB 10 10:17

ACCEPTANCE BY REGISTERED AGENT

I, Matthew L. Grabinski, Esq. having been duly designated to act as registered agent and to accept service of process for **PHELAN – HOGFISH 138, LLC**, a limited liability company to be organized under the Florida Revised Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.



Matthew L. Grabinski, Esq.

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