



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$150.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Limited Liability Company
Articles of Organization**

(Chapter 7-16-6 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited liability company is: Sunshine Pocasset LLC

ARTICLE II

The street address (post office boxes are not acceptable) of the limited liability company's registered agent in Rhode Island is:

No. and Street: 245 WATERMAN STREET
SUITE 109

City or Town: PROVIDENCE

State: RI

Zip: 02906

The name of the resident agent at such address is: JAMES O. REAVIS

ARTICLE III

Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

Check one box only

☐ a partnership ☐ a corporation ☒ disregarded as an entity separate from its member

ARTICLE IV

The address of its principal office of the limited liability company if it is determined at the time of organization:

No. and Street: 19 SYLVIA AVE.

City or Town: ARDSLEY

State: NY

Zip: 10502

Country: USA

ARTICLE V

The limited liability company has the purpose of engaging in any lawful business, unless a more limited purpose is set forth in Article VI of these Articles of Organization.

The period of its duration is: ☒ Perpetual ☐

ARTICLE VI

Additional provisions, if any, not inconsistent with law, which members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or any other provision which may be included in an operating agreement:

I. A MANAGER OF THE LIMITED LIABILITY COMPANY SHALL NOT BE PERSONALLY
LIABLE TO THE LIMITED
LIABILITY COMPANY OR TO ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH

OF ANY DUTY PROVIDED FOR
IN SECTION 17 OF THE RHODE ISLAND LIMITED LIABILITY COMPANY ACT, AS MAY
HEREAFTER BE AMENDED
(THE "ACT"), EXCEPT FOR (I) LIABILITY FOR BREACH OF THE MANAGER'S DUTY OF
LOYALTY TO THE LIMITED
LIABILITY COMPANY OR ITS MEMBERS, (II) LIABILITY FOR ACTS OR OMISSIONS NOT
IN GOOD FAITH OR WHICH
INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW, (III)
LIABILITY IMPOSED PURSUANT TO
THE PROVISIONS OF SECTION 32 OF THE ACT OR (IV) LIABILITY FOR ANY
TRANSACTION FROM WHICH THE
MANAGER DERIVED AN IMPROPER PERSONAL BENEFIT, UNLESS SAID TRANSACTION
WAS WITH THE INFORMED
CONSENT OF THE MEMBERS OR A MAJORITY OF THE DISINTERESTED MANAGERS.

II. (A) THE MANAGERS MAY AUTHORIZE THE LIMITED LIABILITY COMPANY TO ENTER
INTO AGREEMENTS
WITH EACH MEMBER, MANAGER, AGENT OR EMPLOYEE, PAST OR PRESENT, OF THE
LIMITED LIABILITY
COMPANY (EACH, AN "INDEMNIFIED PERSON"), FOR THE PURPOSE OF
INDEMNIFYING AN INDEMNIFIED
PERSON IN THE MANNER AND TO THE EXTENT PERMITTED BY THE ACT.
(B) IN ADDITION TO THE AUTHORITY CONFERRED UPON THE MANAGERS BY THE
FOREGOING PARAGRAPH (A), THE
COMPANY SHALL, SUBJECT TO THE PROVISIONS OF THIS PARAGRAPH (B), PAY, ON
BEHALF OF AN INDEMNIFIED
PERSON, ANY LOSS OR EXPENSES ARISING FROM ANY CLAIM OR CLAIMS WHICH
ARE MADE AGAINST THE
INDEMNIFIED PERSON (WHETHER INDIVIDUALLY OR JOINTLY WITH OTHER
INDEMNIFIED PERSONS) BY REASON OF
ANY COVERED ACT OF THE INDEMNIFIED PERSON. FOR THE PURPOSES OF THIS
PARAGRAPH (B), WHEN USED
HEREIN:

(1) "MANAGER(S)" MEANS ANY OR ALL OF THE MANAGERS OF THE LIMITED
LIABILITY COMPANY OR THOSE ONE
OR MORE MEMBERS OR OTHER PERSONS WHO ARE EXERCISING ANY POWERS
NORMALLY VESTED IN THE
MANAGERS;

(2) "LOSS" MEANS ANY AMOUNT WHICH AN INDEMNIFIED PERSON IS LEGALLY
OBLIGATED TO PAY FOR ANY
CLAIM FOR COVERED ACTS AND SHALL INCLUDE, WITHOUT BEING LIMITED TO,
DAMAGES, SETTLEMENTS, FINES,
PENALTIES OR, WITH RESPECT TO EMPLOYEE BENEFIT PLANS, EXCISE TAXES;

(3) "EXPENSES" MEANS ANY EXPENSES INCURRED IN CONNECTION WITH THE
DEFENSE AGAINST ANY CLAIM
FOR COVERED ACTS, INCLUDING, WITHOUT BEING LIMITED TO, LEGAL,
ACCOUNTING OR INVESTIGATIVE FEES AND
EXPENSES OR BONDS NECESSARY TO PURSUE AN APPEAL OF AN ADVERSE
JUDGMENT; AND

(4) "COVERED ACT" MEANS ANY ACT OR OMISSION BY THE INDEMNIFIED PERSON IN
THE INDEMNIFIED
PERSON'S OFFICIAL CAPACITY WITH THE LIMITED LIABILITY COMPANY AND WHILE
SERVING AS SUCH OR WHILE
SERVING AT THE REQUEST OF THE LIMITED LIABILITY COMPANY AS A MEMBER OF

THE GOVERNING BODY,
MANAGER, OFFICER, EMPLOYEE OR AGENT OF ANOTHER LIMITED LIABILITY
COMPANY, CORPORATION,
PARTNERSHIP, JOINT VENTURE, TRUST, OTHER ENTITY OR ENTERPRISE, INCLUDING,
BUT NOT LIMITED TO ANY
ENTITIES AND ENTERPRISES WHICH ARE SUBSIDIARIES OR AFFILIATES OF THE
LIMITED LIABILITY COMPANY, OR
EMPLOYEE BENEFIT PLAN.
(C) THE FOREGOING INDEMNITY OBLIGATION MAY COVER LOSS OR EXPENSES
ARISING FROM ANY CLAIMS
MADE AGAINST A RETIRED INDEMNIFIED PERSON, THE ESTATE, HEIRS OR LEGAL
REPRESENTATIVE OF A
DECEASED INDEMNIFIED PERSON OR THE LEGAL REPRESENTATIVE OF AN
INCOMPETENT, INSOLVENT OR
BANKRUPT INDEMNIFIED PERSON, WHERE THE INDEMNIFIED PERSON WAS AN
INDEMNIFIED PERSON AT THE
TIME THE COVERED ACT UPON WHICH SUCH CLAIMS ARE BASED OCCURRED.
(D) THE MANAGERS MAY AUTHORIZE THE LIMITED LIABILITY COMPANY TO
ADVANCE EXPENSES TO AN
INDEMNIFIED PERSON PRIOR TO THE FINAL DISPOSITION OF ANY ACTION, SUIT OR
PROCEEDING, OR ANY APPEAL
THEREFROM, INVOLVING SUCH INDEMNIFIED PERSON AND BASED ON THE ALLEGED
COMMISSION BY SUCH
INDEMNIFIED PERSON OF A COVERED ACT, SUBJECT TO AN UNDERTAKING BY OR
ON BEHALF OF SUCH
INDEMNIFIED PERSON TO REPAY THE SAME TO THE LIMITED LIABILITY COMPANY IF
THE COVERED ACT
INVOLVES A CLAIM FOR WHICH INDEMNIFICATION IS NOT PERMITTED UNDER
PARAGRAPH (E), BELOW, AND THE
FINAL DISPOSITION OF SUCH ACTION, SUIT, PROCEEDING OR APPEAL RESULTS IN
AN ADJUDICATION ADVERSE TO
SUCH INDEMNIFIED PERSON.
(E) THE FOREGOING INDEMNITY OBLIGATION MAY NOT INDEMNIFY AN
INDEMNIFIED PERSON FROM AND
AGAINST ANY LOSS, AND THE LIMITED LIABILITY COMPANY SHALL NOT REIMBURSE
FOR ANY EXPENSES, IN
CONNECTION WITH ANY CLAIM OR CLAIMS MADE AGAINST AN INDEMNIFIED
PERSON WHICH THE LIMITED
LIABILITY COMPANY HAS DETERMINED TO HAVE RESULTED FROM: (1) ANY BREACH
OF THE INDEMNIFIED
PERSON'S DUTY OF LOYALTY TO THE LIMITED LIABILITY COMPANY OR ITS
MEMBERS; (2) ACTS OR OMISSIONS
NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR
KNOWING VIOLATION OF LAW; (3) ACTION
CONTRAVENING SECTION 17 OF THE ACT; OR (4) A TRANSACTION FROM WHICH THE
PERSON SEEKING
INDEMNIFICATION DERIVED AN IMPROPER PERSONAL BENEFIT.

ARTICLE VII

The limited liability company is to be managed by its ___ Members or X Managers (check one)
(If managed by Members, go to ARTICLE VIII)

The name and address of each manager (If LLC is managed by Members, DO NOT complete this section):

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
MANAGER	SUMENG NGAN	19 SYLVIA AVE. ARDSLEY, NY 10502 USA

ARTICLE VIII

The date these Articles of Organization are to become effective, not prior to, nor more than 30 days after the filing of these Articles of Organization.

Later Effective Date:

This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the company, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-16.

Signed this 8 Day of June, 2018 at 10:49:52 AM by the Authorized Person.

JAMES C. STRUM

Address of Authorized Signer:

245 WATERMAN STREET

SUITE 109

PROVIDENCE, RI 02906

Form No. 400
Revised 09/07

© 2007 - 2018 State of Rhode Island and Providence Plantations
All Rights Reserved



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

June 08, 2018 10:45 AM

The signature is written in a cursive, flowing style in blue ink. It appears to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

