



**State of Rhode Island  
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: Stehli Mill Developer 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: C/O PARTRIDGE SNOW & HAHN LLP  
40 WESTMINSTER ST., STE. 1100

City or Town: PROVIDENCE

State: RI

Zip: 02903

The name of the resident agent at such address is: AMY T. M. OAKLEY, ESQ.

**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: C/O KNIGHT STREET CAPITAL, LLC  
334 KNIGHT STREET, SUITE 11201

City or Town: WARWICK

State: RI Zip: 02886 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:

1. EXCEPT FOR THOSE ACTIONS UNDER SECTION 7-16-21(B)(1), (2) AND (3) OF THE RHODE ISLAND LIMITED LIABILITY COMPANY ACT, ANY ACTION REQUIRED OR PERMITTED TO BE TAKEN BY VOTE OF THE MEMBERS MAY BE TAKEN WITHOUT A MEETING ON THE WRITTEN CONSENT OF LESS THAN ALL OF THE MEMBERS ENTITLED TO VOTE ON SUCH ACTION, IF THE MEMBERS THAT CONSENT WOULD BE ENTITLED TO CAST AT LEAST THE MINIMUM NUMBER OF VOTES WHICH WOULD BE REQUIRED TO TAKE THE ACTION AT A MEETING AT WHICH ALL MEMBERS ENTITLED TO VOTE ON SUCH ACTION ARE PRESENT.
2. NO MEMBER OR MANAGER SHALL HAVE PERSONAL LIABILITY TO THE COMPANY OR TO ANY MEMBER FOR MONETARY DAMAGES FOR BREACH OF SUCH MANAGER'S DUTY AS A MANAGER OR MEMBER'S DUTY AS A MEMBER, PROVIDED THAT THIS PROVISION SHALL NOT ELIMINATE OR LIMIT THE LIABILITY OF SUCH MEMBER OR MANAGER: (I) FOR ANY BREACH OF THE DUTY OF LOYALTY TO THE COMPANY OR TO THE MEMBERS; (II) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW; (III) UNDER §7 16 32 OF THE RHODE ISLAND LIMITED LIABILITY COMPANY ACT; OR (IV) FOR ANY TRANSACTION FROM WHICH THE MANAGER OR MEMBER DERIVED AN IMPROPER PERSONAL BENEFIT, UNLESS SUCH TRANSACTION WAS WITH THE INFORMED CONSENT OF THE DISINTERESTED MEMBERS.
3. THE OWNERSHIP OF THE COMPANY IS SUBJECT TO TRANSFER RESTRICTIONS CONTAINED IN ITS OPERATING AGREEMENT AND COPIES THEREOF ARE ON FILE AT THE REGISTERED OFFICE OF THE COMPANY. MEMBERSHIP INTERESTS OF THE COMPANY ARE TRANSFERABLE ONLY UPON COMPLIANCE WITH THE PROVISIONS OF SAID TRANSFER RESTRICTIONS.

**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):

| <b>Title</b> | <b>Individual Name</b><br>First, Middle, Last, Suffix | <b>Address</b><br>Address, City or Town, State, Zip Code, Country |
|--------------|---|---|
| MANAGER      | LAURENCE SILVERSTEIN PHILLIPS                         | 334 KNIGHT STREET, STE. 11201<br>WARWICK, RI 02886 USA            |

**ARTICLE VIII**

The date these Articles of Organization are to become effective, not prior to, nor more than 90 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 22 Day of February, 2023 at 2:33:43 PM by the Authorized Person.**

LAURENCE SILVERSTEIN PHILLIPS

**Address of Authorized Signer:**

C/O 334 KNIGHT STREET, SUITE 11201

WARWICK, RHODE ISLAND 02886

Form No. 400  
Revised 09/07

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State of Rhode Island  
**Department of State | Office of the Secretary of State**  
Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,  
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:

February 22, 2023 02:31 PM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore  
*Secretary of State*

