



**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: Happy Island 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: 78 KENT DRIVE  
City or Town: EAST GREENWICH State: RI Zip: 02818

The name of the resident agent at such address is: JOHN CROSS

**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*

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

**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: 78 KENT DRIVE  
City or Town: EAST GREENWICH State: RI Zip: 02818 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:

\*\*ARTICLE VI\*\*

THE FOLLOWING ADDITIONAL PROVISIONS ARE HEREBY INCLUDED TO ESTABLISH THE TERMS OF OWNERSHIP AND MANAGEMENT OF HAPPY ISLAND LLC:

1. \*\*EQUAL OWNERSHIP\*\*: JOHN CROSS AND FERNANDA CROSS SHALL EACH HOLD A 50% OWNERSHIP INTEREST IN HAPPY ISLAND LLC. BOTH MEMBERS SHALL HAVE EQUAL RIGHTS AND RESPONSIBILITIES IN THE MANAGEMENT AND OPERATION OF THE LLC.

2. \*\*MANAGEMENT AND DECISION-MAKING\*\*: HAPPY ISLAND LLC SHALL BE MEMBER-MANAGED. ALL DECISIONS AFFECTING THE LLC SHALL REQUIRE THE UNANIMOUS CONSENT OF BOTH JOHN CROSS AND FERNANDA CROSS.

3. \*\*PROFIT AND LOSS ALLOCATION\*\*: PROFITS AND LOSSES OF HAPPY ISLAND LLC SHALL BE ALLOCATED EQUALLY BETWEEN JOHN CROSS AND FERNANDA CROSS, IN PROPORTION TO THEIR OWNERSHIP INTERESTS.

4. \*\*CAPITAL CONTRIBUTIONS\*\*: BOTH JOHN CROSS AND FERNANDA CROSS SHALL MAKE EQUAL CAPITAL CONTRIBUTIONS TO HAPPY ISLAND LLC AS REQUIRED. ANY ADDITIONAL CAPITAL CONTRIBUTIONS REQUIRED BY THE LLC MUST BE AGREED UPON UNANIMOUSLY.

5. \*\*VOTING RIGHTS\*\*: EACH MEMBER SHALL HAVE EQUAL VOTING RIGHTS IN ALL MATTERS PERTAINING TO HAPPY ISLAND LLC. ANY ACTIONS REQUIRING A VOTE SHALL NEED THE UNANIMOUS AGREEMENT OF BOTH MEMBERS.

6. \*\*TRANSFER RESTRICTIONS\*\*: NO MEMBER MAY TRANSFER, SELL, OR ASSIGN THEIR OWNERSHIP INTEREST IN HAPPY ISLAND LLC WITHOUT THE PRIOR WRITTEN CONSENT OF THE OTHER MEMBER.

7. **\*\*DISPUTE RESOLUTION\*\***: ANY DISPUTES ARISING BETWEEN THE MEMBERS RELATED TO HAPPY ISLAND LLC SHALL BE RESOLVED THROUGH BINDING ARBITRATION IN PROVIDENCE, RHODE ISLAND.

8. **\*\*DISSOLUTION\*\***: HAPPY ISLAND LLC SHALL BE DISSOLVED UPON THE UNANIMOUS WRITTEN CONSENT OF BOTH JOHN CROSS AND FERNANDA CROSS, OR IF THE LLC CEASES TO CONDUCT BUSINESS OPERATIONS FOR A CONTINUOUS PERIOD OF ONE YEAR.

THESE PROVISIONS ARE INTENDED TO ENSURE THAT BOTH JOHN CROSS AND FERNANDA CROSS HAVE EQUAL CONTROL AND SHARE EQUALLY IN THE BENEFITS AND RESPONSIBILITIES OF HAPPY ISLAND LLC.

#### ARTICLE VII

The limited liability company is to be managed by its  X  Members\* or      Managers (check one)

**\* If you checked to be managed by your MEMBERS (the owners) DO NOT complete the following section. Only complete the following section if you checked to be managed by MANAGERS.**

The name and address of each manager:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
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#### 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: 6/13/2024

*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 12 Day of June, 2024 at 6:47:45 PM by the Authorized Person.**

JOHN CROSS

**Address of Authorized Signer:**

78 KENT DR

EAST GREENWICH RI 02818

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:

June 12, 2024 06:45 PM

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

Gregg M. Amore  
*Secretary of State*

