



**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: Spalding Yacht Solutions, 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: 12 TYLER STREET
FLOOR 3

City or Town: NEWPORT State: RI Zip: 02840

The name of the resident agent at such address is: EVAN SPALDING

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: 12 TYLER STREET
FLOOR 3

City or Town: NEWPORT State: RI Zip: 02840 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:

“THE SOLE MEMBER SHALL HAVE FULL AUTHORITY TO ACT ON BEHALF OF THE LLC IN ALL MATTERS, INCLUDING THE EXECUTION OF CONTRACTS, MANAGEMENT OF BANK ACCOUNTS, AND DECISIONS REGARDING THE OPERATION OF THE BUSINESS.”

“THE MEMBER SHALL NOT BE PERSONALLY LIABLE FOR THE DEBTS, OBLIGATIONS, OR LIABILITIES OF THE LLC, EXCEPT AS OTHERWISE REQUIRED BY LAW.”

“THE LLC SHALL INDEMNIFY AND HOLD HARMLESS THE MEMBER AGAINST ANY CLAIMS, DAMAGES, OR EXPENSES INCURRED IN CONNECTION WITH THE BUSINESS OF THE LLC, EXCEPT IN CASES OF FRAUD, WILLFUL MISCONDUCT, OR GROSS NEGLIGENCE.”

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: 08/22/2025

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 August, 2025 at 12:37:42 PM by the Authorized Person.

EVAN SPALDING

Address of Authorized Signer:

12 TYLER STREET

FLOOR 3

NEWPORT, RI 02840

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:

August 22, 2025 12:36 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is fluid and cursive, with the first letters of each name being capitalized and prominent.

Gregg M. Amore
Secretary of State

