



Wyoming Secretary of State
Herschler Bldg East, Ste.100 & 101
Cheyenne, WY 82002-0020
Ph. 307-777-7311

For Office Use Only
WY Secretary of State
FILED: Feb 12 2024 9:33PM
Original ID: 2024-001409238

Limited Liability Company Articles of Organization

- I. The name of the limited liability company is:**
SPV - ABC Recess LLC
- II. The name and physical address of the registered agent of the limited liability company is:**
National Registered Agents, Inc.
2232 Dell Range Blvd Ste 200
Cheyenne, WY 82009
- III. The mailing address of the limited liability company is:**
13013 Ostego Street
Sherman Oaks, CA 91423
- IV. The principal office address of the limited liability company is:**
13013 Ostego Street
Sherman Oaks, CA 91423
- V. The organizer of the limited liability company is:**
Clemen Cunningham
1431 E McKinney St., Ste. 130, Denton TX 76209

Signature: *Clemen Cunningham* **Date:** 02/12/2024

Print Name: Clemen Cunningham

Title: Organizer

Email: Clemen@crowdfundinglawyers.net

Daytime Phone #: (323) 799-1342

- ☒ I am the person whose signature appears on the filing; that I am authorized to file these documents on behalf of the business entity to which they pertain; and that the information I am submitting is true and correct to the best of my knowledge.
- ☒ I am filing in accordance with the provisions of the Wyoming Limited Liability Company Act, (W.S. 17-29-101 through 17-29-1105) and Registered Offices and Agents Act (W.S. 17-28-101 through 17-28-111).
- ☒ I understand that the information submitted electronically by me will be used to generate Articles of Organization that will be filed with the Wyoming Secretary of State.
- ☒ I intend and agree that the electronic submission of the information set forth herein constitutes my signature for this filing.
- ☒ I have conducted the appropriate name searches to ensure compliance with W.S. 17-16-401.
- ☒ I consent on behalf of the business entity to accept electronic service of process at the email address provided with Article IV, Principal Office Address, under the circumstances specified in W.S. 17-28-104(e).

Notice Regarding False Filings: Filing a false document could result in criminal penalty and prosecution pursuant to W.S. 6-5-308.

W.S. 6-5-308. Penalty for filing false document.

(a) A person commits a felony punishable by imprisonment for not more than two (2) years, a fine of not more than two thousand dollars (\$2,000.00), or both, if he files with the secretary of state and willfully or knowingly:

(i) Falsifies, conceals or covers up by any trick, scheme or device a material fact;

(ii) Makes any materially false, fictitious or fraudulent statement or representation; or

(iii) Makes or uses any false writing or document knowing the same to contain any materially false, fictitious or fraudulent statement or entry.

- ☒ I acknowledge having read W.S. 6-5-308.

Filer is: ☒ An Individual ☐ An Organization

Filer Information:

By submitting this form I agree and accept this electronic filing as legal submission of my Articles of Organization.

Signature: Clemen Cunningham

Date: 02/12/2024

Print Name: Clemen Cunningham

Title: Organizer

Email: Clemen@crowdfundinglawyers.net

Daytime Phone #: (323) 799-1342

Consent to Appointment by Registered Agent

National Registered Agents, Inc., whose registered office is located at **2232 Dell Range Blvd Ste 200, Cheyenne, WY 82009**, voluntarily consented to serve as the registered agent for **SPV - ABC Recess LLC** and has certified they are in compliance with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

I have obtained a signed and dated statement by the registered agent in which they voluntarily consent to appointment for this entity.

Signature: **Clemen Cunningham**

Date: **02/12/2024**

Print Name: **Clemen Cunningham**

Title: **Organizer**

Email: **Clemen@crowdfundinglawyers.net**

Daytime Phone #: **(323) 799-1342**

STATE OF WYOMING
Office of the Secretary of State

I, CHUCK GRAY, Secretary of State of the State of Wyoming, do hereby certify that the filing requirements for the issuance of this certificate have been fulfilled.

CERTIFICATE OF ORGANIZATION

SPV - ABC Recess LLC

I have affixed hereto the Great Seal of the State of Wyoming and duly executed this official certificate at Cheyenne, Wyoming on this **12th** day of **February, 2024** at **9:33 PM**.

Remainder intentionally left blank.



Filed Date: 02/12/2024

A handwritten signature in cursive script that reads "Chuck Gray". The signature is written in black ink and is positioned above a horizontal line.

Secretary of State

Filed Online By:
Clemen Cunningham
on 02/12/2024