

L17000207123

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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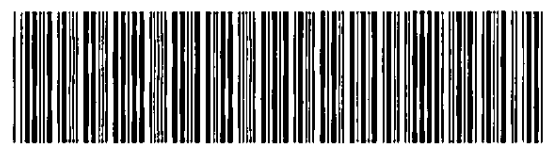
(Business Entity Name)

(Document Number)

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17 DEC 13 AM 8:58  
FALLS CHURCH, VA

17 DEC 13 PM 5:17

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195  
REFERENCE : 953458 4381472  
AUTHORIZATION :   
COST LIMIT : \$ 30.00

ORDER DATE : December 13, 2017  
ORDER TIME : 3:29 PM  
ORDER NO. : 953458-005  
CUSTOMER NO: 4381472

DOMESTIC AMENDMENT FILING

NAME: ZOM AZOLA WPB GP, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner -- EXT# 62969

EXAMINER'S INITIALS: \_\_\_\_\_

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION**  
**OF**  
**ZOM AZOLA WPB GP, LLC**

17 DEC 13 AM 8:58  
FALLON COUNTY CLERK

The undersigned, as the sole member of ZOM AZOLA WPB GP, LLC, a Florida limited liability company, in accordance with the approval of the sole member and the manager of the Company, adopts the following Amended and Restated Articles of Organization (these "Articles"), which amend and restate and supersede the Articles of Organization of the Company that were filed with the Florida Department of State (the "Department") on October 6, 2017 (the "Initial Filing Date"), and assigned document number L17000207123.

**RECITALS**

1. From the Initial Filing Date until the date hereof, the name of the Company has been ZOM Azola WPB GP, LLC.
2. Pursuant to Article I of these Amended and Restated Articles of Organization, from and after the date hereof, the name of the Company shall be Azola WPB GP, LLC.
3. The Amended and Restated Articles of Organization of the Company are as follows:

**ARTICLE I - Name:**

The name of the limited liability company is Azola WPB GP, LLC (the "Company").

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the limited liability company is 2001 Summit Park Drive, Suite 300, Orlando, Florida 32810.

**ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management:**

The Company is to be managed by its member, unless and until one or more managers are elected in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers, if any, shall be elected as described in the Operating Agreement. The name and address of the initial member is:

<u>Name</u>	<u>Address</u>
Azola West Palm Beach JV, LP	2001 Summit Park Drive, Suite 300 Orlando, Florida 32810

**ARTICLE V - Admission of Additional Members:**

The Company shall admit new members only upon the approval of the existing members of the Company holding a majority of the voting interests.

**ARTICLE VI - Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, Fla. Stat.

17 DEC 13 AM 8:58  
TALLAHASSEE, FLORIDA

**ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Corporation Service Company, and the street address of the Company's initial registered office is 1201 Hays Street, Tallahassee, Florida 32301.

**ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IX - Indemnification:**

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of members or otherwise. Any repeal or amendment of this Article by the members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

**ARTICLE X - Continuation of Business:**

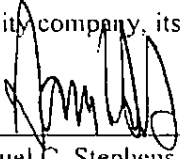
Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned sole member has executed these Articles of Organization as of this 12 day of ~~November~~, 2017.  
December

**SOLE MEMBER:**

AZOLA WEST PALM BEACH JV, LP, a Delaware limited partnership

BY: ZF AZOLA WPB GP, LLC, a Delaware limited liability company, its general partner

By:   
\_\_\_\_\_  
Samuel C. Stephens, III,  
Executive Vice President

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**REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Azola WPB GP, LLC.
2. The name and address of the registered agent and office is:

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CORPORATION SERVICE COMPANY

By: Roxanne Turner  
Name: Roxanne Turner  
Title: Asst. Vice President

Dated this 13 day of December, 2017.