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THE COHRS LAW GROUP, P.A.

ATTORNEYS AND COUNSELORS AT LAW

2841 EXECUTIVE DRIVE•SUITE 120•CLEARWATER•FLORIDA•33762
VOICE (727) 540-0001•FAX (727) 540-0027
E-MAIL dcohrs@cohrsllaw.com



† Denis A. Cohrs, Esq.
Robert B. Hicks, Esq., of counsel

† Board Certified Real Estate Attorney

November 19, 2019

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Dear Clerk,

Enclosed please find the Amended and Restated Articles of Organization of Sound Investment Property Group, LLC (Document Number L19000272879) along with a check made payable to the Florida Department of State in the amount of \$25.00 for the filing fee. Please return your letter of acknowledgment to our office at The Cohrs Law Group, P.A., 2841 Executive Drive, Suite 120, Clearwater, FL 33762.

Sincerely,

Kari Cincotto
Paralegal to Denis A. Cohrs, Esq.

/kc:

Enclosure as stated above.

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
SOUND INVESTMENT PROPERTY GROUP, LLC**

Sound Investment Property Group, LLC, a limited liability company organized and existing under the laws of the State of Florida (the "Company"), the Articles of Organization of which were filed on October 31, 2019, and assigned Document Number L19000272879 under the hand of its undersigned authorized agent, hereby certifies that on October 31, 2019, the Members of the Company unanimously duly adopted and approved an amendment to the Articles of Organization of the Company deleting all Articles thereof, in their entirety, and substituting therefore the following:

(All capitalized terms contained in these Articles of Organization shall have the meaning ascribed to them herein or in Chapter 605, Florida Statutes. The Revised Florida Limited Liability Act).

**ARTICLE I
NAME**

The name of this Limited Liability Company is **Sound Investment Property Group, LLC**.

**ARTICLE II
COMMENCEMENT OF EXISTENCE AND DURATION**

The existence of this Limited Liability Company (the "Company") shall commence as of the effective date of the initial filing of Articles of Organization, and it shall thereafter have perpetual existence.

**ARTICLE III
MAILING ADDRESS AND PRINCIPAL OFFICE**

The principal place of business of the Company shall be:

**2841 Executive Drive, Suite 100
Clearwater, FL 33762**

and such other place or places in or outside of the State of Florida as the Company may from time to time determine.

ARTICLE IV
REGISTERED AGENT

The initial Registered Agent and Registered Office of the Company shall be:

The Cohrs Law Group, P.A.
2841 Executive Drive, Suite 120
Clearwater, Florida 33762

ARTICLE V
PURPOSE

The Company may engage in the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Florida.

ARTICLE VI
OPERATING AGREEMENT

The Members of the Company shall adopt an Operating Agreement containing all provisions for the regulation and management of the Company not inconsistent with laws of the State of Florida or these Articles.

ARTICLE VII
INITIAL MEMBERS

The name and business address of the initial Members of this Company are:

Franterra Real Estate, LLC
2841 Executive Drive, Suite 100
Clearwater, FL 33762

Fran Financial, Inc.
2841 Executive Drive, Suite 100
Clearwater, FL 33762

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2021 MAY 22 PM 3:07
CLERK OF COURT
H. J. HAY

**Cohrs Holdings, LLC
2841 Executive Drive, Suite 120
Clearwater, FL 33762**

**ARTICLE VIII
MANAGEMENT OF BUSINESS**

The conduct and management of the Company, pursuant to specific rules regarding the rights and duties of the Members as enumerated in the Operating Agreement of the Company, shall be vested in a Board of Managers and the Company shall be designated as a manager managed entity.

**ARTICLE IX
INITIAL MANAGERS**

The name and business address of the initial members of the Board of Managers of this Company are:

**Jeffrey T. Gordon
2841 Executive Drive, Suite 100
Clearwater, FL 33762**

**Kevin R. Gordon
2841 Executive Drive, Suite 100
Clearwater, FL 33762**

**Kenneth A. Gordon
2841 Executive Drive, Suite 100
Clearwater, FL 33762**

**Denis A. Cohrs
2841 Executive Drive, Suite 120
Clearwater, FL 33762**

Any member of the Board of Managers may be replaced by the majority vote of the Members of the Company.

ARTICLE X
OWNERSHIP OF PROPERTY

Real or personal property originally brought into or transferred to the Company, or acquired by the Company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of the Company.

ARTICLE XI
TRANSFERABILITY OF MEMBERS' INTEREST

A Member's interest in the Company may be transferred, whether voluntarily or involuntarily, only with the unanimous written consent of all the remaining Members of the Company if the transferee intends to become a Member. Without this consent, the transferee shall not be entitled to become a Member or to participate in the management of the Company.


ARTICLE XII
ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as are set forth by a unanimous vote of all existing Members.

ARTICLE XIII
AMENDMENTS

These Articles may be amended from time to time by the majority agreement of the Members, and the amendments shall be filed with the Florida Department of State, duly signed by an Authorized Representative of the Company.

IN WITNESS WHEREOF, the undersigned, as an authorized agent and representative for all Members, has executed these Amended and Restated Articles of Organization on this 19th day of November, 2019.



Denis A. Cohrs, Authorized Representative

**CERTIFICATE OF ACCEPTANCE OF
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in these Articles, I hereby acknowledge that I am familiar with my obligations as Registered Agent and agree to act in this capacity, and I further agree to comply with the provisions of all laws and regulations relative to the proper and complete performance of my duties.

The Cohrs Law Group, P.A.

By: 

Denis A. Cohrs, President

Date: November 19, 2019