

M22000014619

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

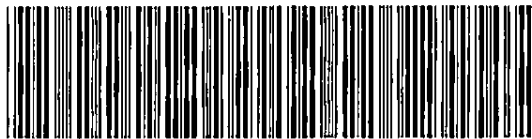
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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CLERK OF STATE
TALLAHASSEE, FL

2023 FEB 27 AM 9:19

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Flamingo Mortgage, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Hunter Jeffers

Name of Person

Tomo Marketing Services, LLC

Firm/Company

2200 Atlantic Street, 5th Floor

Address

Stamford, CT 06902

City/State and Zip Code

legal@tomonetworks.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Hunter Jeffers

at (509) 670-5194

Name of Person

Area Code & Daytime Telephone Number

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Enclosed is a check for the following amount:

- ☒ \$25 Filing Fee ☐ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: Flamingo Mortgage, LLC

Enter new principal office address, if applicable: _____

(Principal office address

MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable: _____

(Mailing address

MAY BE A POST OFFICE BOX)

2. The Florida document number of this limited liability company is: M22000014619

3. Jurisdiction of its organization: Delaware

4. Date authorized to do business in Florida: September 20, 2022

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: Tomo Marketing Services, LLC
(must contain "Limited Liability Company," "L.L.C." or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

Florida

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

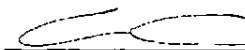
If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	☐ Add
		_____	☐ Remove
_____	_____	_____	☐ Add
		_____	☐ Remove
_____	_____	_____	☐ Add
		_____	☐ Remove
_____	_____	_____	☐ Add
		_____	☐ Remove
_____	_____	_____	☐ Add
		_____	☐ Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of the authorized representative

Carey Armstrong

Typed or printed name of signee

Filing Fee: \$25.00

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE RESTATED CERTIFICATE OF "FLAMINGO MORTGAGE, LLC",
CHANGING ITS NAME FROM "FLAMINGO MORTGAGE, LLC" TO "TOMO
MARKETING SERVICES, LLC", FILED IN THIS OFFICE ON THE TENTH DAY
OF JANUARY, A.D. 2023, AT 1:06 O'CLOCK P.M.



7030498 8100
SR# 20230085261

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202463368
Date: 01-10-23

AMENDED AND RESTATED CERTIFICATE OF FORMATION
OF
FLAMINGO MORTGAGE, LLC

THIS AMENDED AND RESTATED CERTIFICATE OF FORMATION, dated as of January 9, 2023 (this "***Certificate***"), amending and restating in its entirety that certain Certificate of Formation of Flamingo Mortgage, LLC (the "***Company***"), dated as of September 13, 2022, and filed with the Secretary of State of the State of Delaware ("***SSSD***") on September 14, 2022 (the "***Original Certificate***"), is made and entered into by the Original Member and New Member (each as defined below).

WITNESSETH:

WHEREAS, Tomo Mortgage, LLC, a Delaware limited liability company, is the sole member of the Company (the "***Original Member***");

WHEREAS, Carey Armstrong is the sole manager of the Company (the "***Manager***"); and

WHEREAS, in accordance with the Limited Liability Company Act of the State of Delaware, the Manager, with the prior written consent of the Original Member, desires to amend and restate the Original Certificate in its entirety to reflect a change of (1) the name of the Company from "Flamingo Mortgage, LLC" to "Tomo Marketing Services, LLC", and (2) the sole member of the Company from the Original Member to Tomo Networks, Inc., a Delaware corporation (the "***New Member***");

NOW, THEREFORE, in consideration of the foregoing, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto amend and restate the Original Certificate as follows:

Section 1. Name: The name of the limited liability company (the "***Company***") is Tomo Marketing Services, LLC.

Section 2. Registered Office and Registered Agent. The name and address of the registered agent of the Company is Corporation Service Company, 251 Little Falls Drive, in the City of Wilmington, Delaware 19808, in the County of New Castle.

Section 3. Sole Member. The name and business address of the sole member (the "***Member***") of the Company is:

Tomo Networks, Inc.
2200 Atlantic Street, 5th Floor
Stamford, CT 06902

Section 4. Term. The term of the Company commenced on the date of filing of the Original Certificate with the SSSD and shall continue in existence perpetually until the Company
in accordance with the provisions of the Limited Liability Company Agreement.

Section 5. Effect of Bankruptcy, Death, Dissolution or Incompetency of Member.

The bankruptcy, death, dissolution, liquidation, termination or adjudication of incompetency of the Member shall not cause the termination or dissolution of the Company and the business of the Company shall continue. Upon any such occurrence, the trustee, receiver, executor, administrator, committee, guardian or conservator of the Member shall have all the rights of the Member for the purpose of settling or managing its estate or property, subject to satisfying conditions precedent to the admission of such assignee as a substitute the Member. The transfer by such trustee, receiver, executor, administrator, committee, guardian or conservator of any membership interest in the Company shall be subject to all of the restrictions, hereunder to which such transfer would have been subject if such transfer had been made by such bankrupt, deceased, dissolved, liquidated, terminated or incompetent the Member. The Member waives any right it may have to agree in writing to dissolve the Company upon the bankruptcy of the Member or the occurrence of an event that causes the Member to cease to be a Member in the Company.

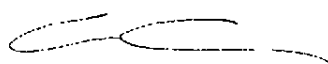
Section 6. Conflicts. The terms and conditions of this Certificate shall amend, supersede, replace, govern and control over any conflicting or inconsistent terms and conditions in the Original Certificate.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of January 9, 2023.

ORIGINAL MEMBER:

TOMO MORTGAGE, LLC

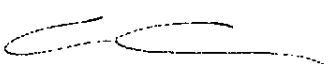
By: 

Name: Carey Armstrong

Title: Manager

NEW MEMBER:

TOMO NETWORKS, INC.

By: 

Name: Carey Armstrong

Title: Chief Operating Officer