

L01000007517

Young Law Firm
Requester's Name
225 S. Adams St. Suite 200
Address
Tall FL 32302 222/7206
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Copus Imports
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
☐ Resignation of R.A., Officer/Director
☒ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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FILED
01 JUN 12 PM 5:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
01 JUN 12 PM 4:42
TO ALL AGENTS
SUFFICIENCY OF FILING

FILED
01 JUN 12 PM 4:55
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TALLAHASSEE, FLORIDA

Examiner's Initials

BK

SECOND RESTATED AND AMENDED
ARTICLES OF ORGANIZATION

of

“Copus Imports, LLC”

FILED
JUN 1 2001
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned three (3) Members of Copus Imports, LLC (the “Company”), Alexander Buza, Sr., Jan Rudik, and Alexander Buza, Jr., each of whom are equal owners, managers, voters, proprietors, and partners (for tax purposes only), desiring to further restate and amend those first Restated and Amended Articles of Organization filed with the Secretary of State on May 29, 2001, pursuant to and in compliance with sections 608.407 and 608.411, Florida Statutes, do hereby amend and restate those first Restated and Amended Articles previously filed by striking same in its entirety and substituting the following Second Restated and Amended Articles of Organization adopted by unanimous vote of Units at its meeting of 11 June 2001, therefor as follows:

- I. **NAME.** The name of the limited liability company formed pursuant hereto shall be at all times the **COPUS IMPORTS, LLC** (“Company”).
- II. **PURPOSE AND POWERS.** The Company shall be organized for the purpose of conducting any lawful business and shall have the same powers as an individual to do all things necessary or convenient to carry out the Company’s purpose, business and affairs.
- III. **DURATION.** The Company’s term shall commence as of the filing of these Articles with the Secretary of State of Florida and shall be perpetual unless dissolved sooner upon the happening of any mandatory dissolution event as according to the Act or Operating Agreement of the Company.
- IV. **ADDRESS.** The business of the Company shall be principally conducted at, and all correspondence shall be directed to:

<u>Physical Address:</u> 2855 Apalachee Parkway B-96 Tallahassee, Florida 32301	<u>Mailing Address:</u> 2855 Apalachee Parkway B-96 Tallahassee, Florida 32301
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- V. **AGENT.** The Registered Agent of the Company shall be: Alexander Buza, Sr., whose street address is 2855 Apalachee Parkway, B-96, Tallahassee, Florida 32301, as according to the “Certificate of Designation of Registered Agent/Office” attached hereto and incorporated herein by reference.
- VI. **ADDITIONAL MEMBERS.** Additional Members may be admitted as according to the Operating Agreement; and, where applicable, only when the sale, transfer or other

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disposition of all or any part of a Membership interest:

- (1) would not result in the termination of the Company under the Act or within the meaning of section 708 of the Internal Revenue Code of 1986, as amended;
- (2) would be exempt from requirements of applicable state and federal securities laws as determined to the satisfaction of the Members; and
- (3) after any information reasonably required to execute the sale, transfer, or other disposition is provided to the Members.

VII. MANAGEMENT. Each of the three (3) Members of the Company is an equal owner, manager, voter, proprietor and partner (for tax purposes only) and has an equal one-third (1/3) interest in the Company represented by 2500 Units which interest is equal in all respects to the other two one-third (1/3) interests in the Company held by the other two Members respectively and which interest is only subject to dilution by affirmative vote of one hundred percent (100%) affirmative vote of the outstanding Units of the Initial Members. The company is therefore a "member-managed company" as same is defined by the Act.

VIII. NOTICE OF LIMITATION OF AUTHORITY. Except as may be expressly authorized herein these Articles or under the Company Operating Agreement, separate Company Minutes or Consent to Action, or separate certificate or statement of authority or agency, all of the foregoing unanimously signed by the three (3) Initial Members and embossed with the Company seal, NO MEMBER OR OTHERWISE HAS ANY AUTHORITY EXPRESS, IMPLIED OR APPARENT TO ACT FOR ANY OTHER MEMBER OR GROUP THEREOF OR TO OTHERWISE BIND THE COMPANY OR ANY MEMBER. Any acts, promises or assurances or the like given by a Member not in accordance with the foregoing are null and void ab initio and should not be relied upon by another Member or third party.

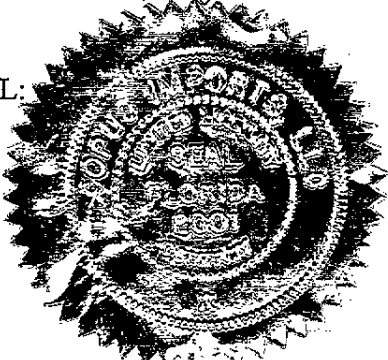
IN WITNESS WHEREOF, and certifying knowledge of, and compliance with section 608.408, Florida Statutes (2000), and certifying that the Company currently has at least one Member, we hereunto subscribe our names to these Second Restated and Amended Articles of Organization of Copus Imports, LLC, this 11 day of June 2001.

Alexander Buza
Alexander Buza, Jr.

Jan Rudik
Jan Rudik

Alexander Buza, Sr.
Alexander Buza, Sr.

SEAL:



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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

of

“Copus Imports, LLC”

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES (2000), THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

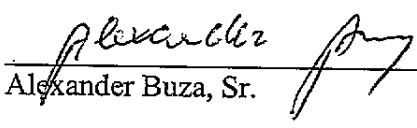
Copus Imports, LLC

2. The name and the Florida street address of the registered agent are:

**Alexander Buza, Sr.
2855 Apalachee Parkway
B-96
Tallahassee, Florida 32301**

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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.



Alexander Buza, Sr.