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TALLAHASSEE, FLORIDA

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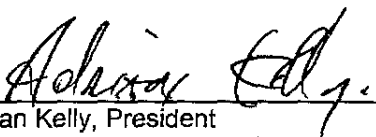
**KELLY'S TRANSPORTATION, LLC
7939 NW 21 AV.
MIAMI, FL 33147**

11 July 2003

Registration-Limited Liability Companies
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

We request the attached Articles of Amendment to the Articles of Organization for Kelly's Transportation, LLC be filed and a **certified copy sent to Adrian Kelly, 7939 NW 21 Av., Miami, FL 33147.** The **\$55.00 check payable to the Florida Department of State** is attached below.

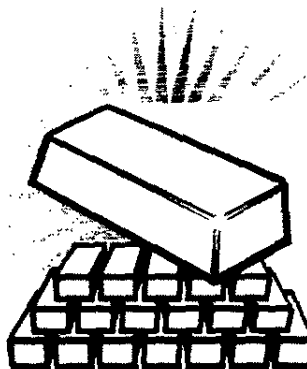


Adrian Kelly, President
Kelly's Transportation, LLC

Check #1090 55.00

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TALLAHASSEE, FL 32314

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
FOR
KELLY'S TRANSPORTATION, LLC**



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Article I. The Name of the Florida Domestic Profit Limited Liability Company, the Date of Filing and the Effective Date of the Articles of Organization, and the Florida Document Number.

Section 1.01 The **name** of this Florida Domestic Profit Limited Liability Company is **Kelly's Transportation, LLC.**

Section 1.02 The **filing date** of the Articles of Organization was **22 January 2002** with an effective date of 1 February 2002.

Section 1.03 The Florida **Document Number** of this Limited Liability Company is **L02000001859.**

Article II. Amendments to the Articles of Organization.

Section 2.01 The **name** of this Florida Domestic Profit Limited Liability Company is **Kelly's Transportation, LLC.**

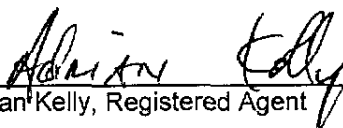
Section 2.02 The **mailing address and street address** of the principal office for this Florida Domestic Profit Limited Liability Company is **7939 NW 21 Av., Miami, FL 33147.**

Section 2.03 The **Effective Time and Date of Commencement of this Florida Domestic Profit Limited Liability Company** was **1 February 2002**, pursuant to Florida Statute § 608.409(2).

Section 2.04 The **Name and Street Address of the Registered Agent** of the Florida Domestic Profit Limited Liability Company **as shown on the records of the Florida Department of State** 11 July 2003 is **Jumpingjtax.com, Inc., 1940 Harrison St., Ste. 200-B, Hollywood, FL 33020-5072.**

Section 2.05 **The Name and Street Address of the NEW REGISTERED AGENT** of this Florida Domestic Profit Limited Liability Company is **Adrian Kelly , 7939 NW 21 Av., Miami, FL 33147.**

- (1) As Registered Agent, Adrian Kelly accepts service of process for the above Florida Domestic Profit Limited Liability Company at the street address designated in these Amended and Restated Articles of Organization. He accepts this appointment and agrees to act in this capacity. He further agrees to comply with the provisions of the Florida Limited Liability Company Act relating to the proper and complete performance of his duties. He is familiar with and accepts the obligations of Registered Agent for this Florida Domestic Profit Limited Liability Company.


Adrian Kelly, Registered Agent

Section 2.06 The Change of Registered Agent was authorized by the affirmative vote of the Sole Member of this Limited Liability as required by Florida Statute § 608.416(1)(b).

Article III. Management

Section 3.01 This Florida Domestic Profit Limited Liability Company is member managed.

Section 3.02 The **SOLE MEMBER OF THIS LIMITED LIABILITY COMPANY IS ADRIAN KELLY.**

Section 3.03 The Sole Member appoints **ADRIAN KELLY AS PRESIDENT** of this Limited Liability Company following Florida Statute § 608.4236

Article IV. Indemnification of Members, Managing Members, Managers, Registered Agents, Authorized Representatives, Employees, or Other Authorized Agents of the Florida Domestic Profit Limited Liability Company

Section 4.01 This Florida Domestic Profit Limited Liability Company shall indemnify and hold harmless any Member, any Managing Member, any Manager, any Registered Agent, any Authorized Representative, any Employee or any other Authorized Agent from and against all claims and demands whatsoever.

Section 4.02 However, indemnification shall not be made to or on behalf of any Member, any Managing Member, any Manager, any Registered Agent, any Authorized Representative, any Employee, or any other Authorized Agent if a judgment or other final adjudication establishes the actions, or omissions to act, of such Member, Managing Member, Manager, Registered Agent, Authorized Representative, Employee, or other Authorized Agent were material to the cause of action so adjudicated and constitute a violation of criminal law, unless the Member, the Managing Member, the Manager, the Registered Agent, the Authorized Representative, the Employee, or the other Authorized Agent had no reasonable cause to believe such conduct was unlawful; a transaction from which the Member, the Managing Member, the Manager, the Registered Agent, the Authorized Representative, the Employee, or the other Authorized Agent derived an improper personal benefit; or willful misconduct or a conscious disregard for the best interests of the Limited Liability Company in a proceeding by or in the right of the Limited Liability Company to procure a judgment in its favor or in a proceeding by or in the right of a Member; or in the case of a Manager, a circumstance under which the liability provisions of Florida Statute § 608.426 are applicable.

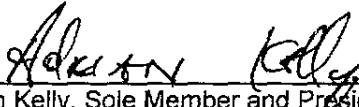
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Article V. Execution by the Member

Section 5.01 The Sole Member of this Florida Domestic Profit Limited Liability Company executes these Amended and Restated Articles of Organization for this Florida Domestic Profit Limited Liability Company following Florida Statute §§ 608.407 and 608.411.

Section 5.02 This Florida Domestic Profit Limited Liability Company has substantially complied with the requirements of Florida Statute § 608.409(4).

Section 5.03 The execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true, pursuant to Florida Statute § 608.408(3).



Adrian Kelly, Sole Member and President
Kelly's Transportation, LLC
11 July 2003

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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