

L02000002944

Spiegel & Utrera
Requester's Name

Address

City/State/Zip

Phone #

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Office Use Only

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

1. Loosers Camp LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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DIVISION OF CORPORATION

☐ Walk in

☒ Pick up time ASAP

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

AMENDMENTS

Name	<input type="checkbox"/> Profit
Availability	<input type="checkbox"/> Not for Profit
Document	<input type="checkbox"/> Limited Liability
Examiner	<input type="checkbox"/> Domestication DCC
	<input type="checkbox"/> Other
Updater	
OTHER FILINGS	
Updater	
Verifier	<input type="checkbox"/> Annual Report
Acknowledgment	<input type="checkbox"/> Fictitious Name
W. P. Verifier	DCC

- ☒ Amendment/restated articles of organization
- ☐ 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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED & RESTATED
ARTICLES OF ORGANIZATION
OF**

LOOSERS CAMP LLC

(Original Articles of Organization filed February 7, 2002)
(document number L02000002944)

The undersigned, for the purpose of amending and restating the articles of organization of Loosers Camp, LLC, under the Florida Statutes Chapter 608.411, hereby makes, acknowledges, and files the following Amended and Restated Articles of Organization.

ARTICLE 1 – NAME

The name of the limited liability company shall be Loosers Camp, LLC ("Company").

ARTICLE 2 – ADDRESS

The principal place of business of the Company in Florida shall be 700 Eleventh Street, Ph2, Naples, Florida 34102 and the mailing address shall be the same.

ARTICLE 3 – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is 1840 Southwest 22 Street, Floor, Miami, Florida 33145 The name and address of the registered agent of this Company is
Spiegel & Utrera, P.A.
1840 Southwest 22 Street, 4th Floor
Miami, Florida 33145

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TALLAHASSEE, FLORIDA

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ARTICLE 4 – MANAGEMENT

The Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The first Manager of the Company to be elected by the member(s) shall be:

Thomas K. H. Tyrrell

whose address is the mailing address of the Company.

The manager shall manage the business and affairs of the Company in accordance with the Operating Agreement to be adopted by the Members.

ARTICLE 5 – MEMBERS

The name and address of the member(s) are:

Wellington Shield Trustees (NZ) Limited
9 Princes Street
Auckland, New Zealand

ARTICLE 6 – ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as



shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 7 – PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the business of a private investment company and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE 8 – EFFECTIVE DATE

These Amended and Restated Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

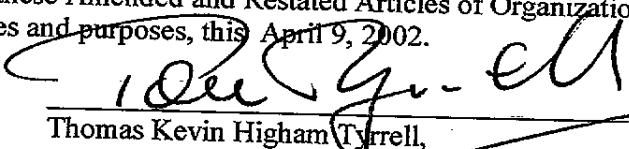
ARTICLE 9 – DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved provided in these Articles of Organization.

ARTICLE 10 – TERMINATION OF EXISTENCE

The company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

IN WITNESS WHEREOF, the undersigned, an authorized representative of the members, has made and subscribed these Amended and Restated Articles of Organization at Naples, Florida, for the foregoing uses and purposes, this April 9, 2002.


Thomas Kevin Higham Tyrrell,
Authorized Representative of the Members

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TALLAHASSEE, FLORIDA

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