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TALLAHASSEE, FLURID

D. SCOTT MAY 1 9 2017 Florida Department of State Division of Corporation P. O. Box 6347 Tallahassee, Florida 32314

Attached the Amended and Restated Articles of Corporation of Crespo & Cruz, LLC, and fee payment of \$25.00. Crespo & Cruz mailing address is 18812 Wimbledon Circle, Lutz, Florida and tax ID number is 35-2164417.

The contact information is Blanca Crespo at (813) 948-0472 if you need further information.

Thank you.

Blanca Crespo

Management, Crespo & Cruz, LLC

AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF CRESPO & CRUZ, LLC

The undersigned, acting as the organizers of a limited liability company to be formed under the Florida Revised Limited Liability Company Act, codified in Chapter 605, Florida Statutes, as amended (the "Act"), hereby form a Florida limited liability company ("Company") pursuant to the Act and hereby set forth the following Amended and Restated Articles of Organization (these "Articles").

ARTICLE I Name

The name of this Company shall be: CRESPO & CRUZ, LLC.

ARTICLE II Address of Business

The mailing address of the principal office of this Company shall be 18812 Wimbledon Circle, Lutz, Florida 33558 and such other place or places as may be designated by the managers from time to time. The street address of the principal office of this Company shall be 18812 Wimbledon Circle, Lutz, Florida 33558 and such other place or places as may be designated by the managers from time to time.

ARTICLE III Management of Business

The management of this Company shall be vested in its manager. The name and address of its manager, who shall serve until the first annual meeting of members or until his successor is duly elected and qualified, are as follows.

<u>Name</u>

<u>Address</u>

Blanca Crespo

18812 Wimbledon Circle, Lutz, FL 33558

The managers shall be elected by the members of this Company at its annual meeting each year by majority vote relative to their capital interests in this Company as set forth in the Operating Agreement.

ARTICLE IV Commencement Date and Duration

This Company commenced on April 1, 2002, and shall continue perpetually or until dissolved in accordance with Section 605.0701, Florida Statutes, and Section 605.0707, Florida Statutes, to wit:

- (a) by written consent of all of its members; or
- (b) upon the occurrence of one or more events specified in the operating agreement; or
- (c) upon entry of an order of dissolution by a court of competent jurisdiction; or
- (d) The filing of a statement of administrative dissolution by the Florida Department of State pursuant to Section 605.0714 of the Florida Statutes; or
- (e) at any time there are no members, unless, within 90 days after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company, as provided in §605.0701(3) of the Florida Statutes.

ARTICLE V

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a Company pursuant to Section 605.0108 of Florida Statutes, including without limitation, the acquisition, disposition, purchase, lease, encumbrance, financing, improving, developing, managing, and otherwise dealing with real property in Florida, and all such other activities incidental or useful to the foregoing.

ARTICLE VI Admission of Members

The initial members of this Company shall be set forth in the Operating Agreement adopted by the members as set forth therein. The admission of additional members shall be accomplished only by the vote of a majority-in-interest of members, unless otherwise stated in the Operating Agreement.

ARTICLE VII Voting By Members

In each matter for which a vote of the members is required by the Act, consent of a majority-in-interest shall decide the issue, unless otherwise stated in these Articles or the Operating Agreement or the Act.

ARTICLE VIII Right of Assignee to Become a Member

An assignee of an interest in the Company may be admitted as a Member upon the consent of members owning 75% of interest in the profits of the Company.

ARTICLE IX Property

- (a) Ownership. All property originally paid or brought into, or transferred to, this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company shall be the property of this Company.
- (b) <u>Title</u>. The title to all property of the Company shall be held in the name of this Company.
- (c) <u>Conveyances</u>. The manager is hereby authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution shall be made by a majority of the managers if there are more than one. The signature and execution of such documents shall clearly set forth that the execution is on behalf of this Company and that the manager is signing on its behalf as manager.

ARTICLE X Amendments

These Articles, except with respect to vested rights of the members, may be amended at any time by vote by a majority-in-interest of the members. Such amendments shall be filed with the Florida Department of State in accordance with the provisions of Section 605.0202(2), Florida Statutes.

ARTICLE XI Operating Agreement

The <u>members</u> are hereby authorized and directed to prepare and adopt Operating Agreement for the governing of the internal affairs of the Company, containing such provisions as they consider necessary, reasonable or desirable, except that no provisions of such Operating Agreement may conflict with the provisions of these Articles, unless otherwise permitted herein. The power to adopt, alter, amend or repeal the Operating Agreement shall be set forth in the Operating Agreement, except that the initial form shall be approved by **all** of the members.

ARTICLE XII Member Approval of Extraordinary Actions

Merger, Exchange, Sale of Assets and Dissolution. Where approval of members is required by law, the affirmative vote of a majority of the member percentage interests shall be required to authorize the limited liability company to (i) merge into or with one or more other limited liability companies or entities, (ii) exchange its ownership interests for ownership interests of one or more other entities, (iii) sell, lease, transfer or otherwise dispose of all or substantially all of its property and assets, including its good will, or (iv) dissolve by action of the members.

IN WITNESS WHEREOF, the parties hereto have executed these Amended and Restated Articles of Organization this April <u>30</u>, 2017. The execution of this document constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.

Blanca Ofespo Member & Manager

CERTIFICATE OF DESIGNATION AND ACCEPTANCE REGISTERED AGENT

Pursuant to Section 605.0113 of the Florida Statutes, this Limited Liability Company submits the following statement in designating the Registered Office and Registered Agent in the State of Florida.

- 1. The name of the Limited Liability Company is CRESPO & CRUZ, LLC.
- 2. The name and address of the registered agent and office are:

David C. Lanigan, J.D., LL.M. DAVID LANIGAN, P.A. 10927 North 56th Street; Tampa, Florida 33617-3000.

Having been named Registered Agent and designated to accept service of process for the above-stated Company, at the place designated in this certificate, I hereby 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. I am familiar with accept the obligations of my position as registered agent.

Dated: April 26, 2017.

David C. Lanigan

