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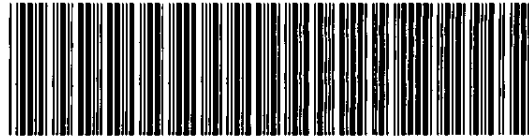
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TALLAHASSEE, FLORIDA

KIMBROUGH & KOACH, LLP

Attorneys at Law

727 S. ORANGE AVENUE
SARASOTA, FLORIDA 34236-7741

431 PALM AVENUE
P.O. Box 28
BOCA GRANDE, FLORIDA 33921

TELEPHONE
(941) 951-1234

FAX
(941) 952-1530

E-MAIL
rak@kimbroughkoach.com
kbk@kimbroughkoach.com

BOCA
PHONE/FAX (941) 964-0027

ROBERT A. KIMBROUGH
KRAIG H. KOACH

PLEASE REPLY TO:
SARASOTA

October 4, 2011

Division of Corporations
Florida Department of State
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Jamalapa Properties, LLC

Ladies and Gentlemen:

Please accept for approval and filing the enclosed Articles of Amendment to Articles of Organization of the above named Florida limited liability company.

In addition, enclosed is an acceptance of the resident agent designated in the Articles of Amendment to Articles of Organization.

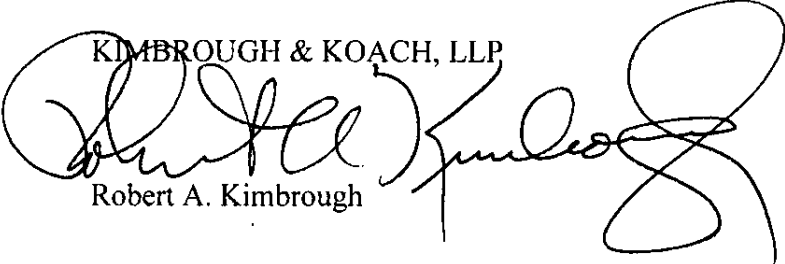
We request the approval and filing of the Articles of Amendment to Articles of Organization, the preparation and transmittal to me of a certified copy of the Articles of Amendment to Articles of Organization and a Certified Copy of Record.

Enclosed is my check in the amount of \$80.00 representing \$25.00 filing fee, \$25.00 designation and acceptance of resident agent fee, \$30.00 for certified copy.

Thank you for your attention to this matter.

Sincerely,

KIMBROUGH & KOACH, LLP


Robert A. Kimbrough

RAK/cp
Enclosures

**ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION
OF
JAMALAPA PROPERTIES, LLC**

The Articles of Organization for this limited liability company were filed on December 27, 2002 and assigned Florida Document Number L02000035004.

A. The name of Jamalapa Properties, LLC, is not changed by these Articles of Amendment.

B. The principal office and mailing address of Jamalapa Properties, LLC, is changed by these Article of Amendment.

C. The managing members of the limited liability company are changed as set forth in Paragraph D below. The title, name and address of each managing member and the manager being removed from the records of the Secretary of State are as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	Mary Louise Adami	8944 Silkwood Court Sarasota, FL 34238	(continue as MGRM)
MGRM	Larry W. Adami	5947 Clark Center Ave. Sarasota, FL 34238	(continue as MGRM)
Retiring MGRM	James W. Adami	8911 Silkwood Court Sarasota, FL 34238	(retired June 30, 2011)

D. The Articles of Organization of Jamalapa Properties, LLC, is amended and restated as follows:

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
JAMALAPA PROPERTIES, LLC**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Jamalapa Properties, LLC, and its mailing address and the street address of the principal office is 5947 Clark Center Avenue, Sarasota, Florida 34238, in the County of Sarasota, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes, specifically including, but not limited to, acquisition, management, leasing, developing, and sale of real property.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. Sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber and dispose of all or any part of its real and personal property.

4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

5. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporations, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

6. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this

arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

7. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulation of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by one or more managers. The names and addresses of the persons who shall serve until their successors or successor are elected and qualified are:

Mary Louise Adami
8944 Silkwood Court
Sarasota, Florida 34238

Larry W. Adami
5947 Clark Center Ave.
Sarasota, Florida 34238

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

Notwithstanding anything above in this ARTICLE V to the contrary, transferees of any membership interest in this company to lineal descendants of the members James W. Adami and Mary Louise Adami shall automatically become members of the company.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions were initially made in the form of transfer of real property. The initial capital contributions have been modified by lifetime gifts of units of the company. The initial contributions were made in the following percentages:

JAMES W. ADAMI	37.5%
MARY LOUISE ADAMI	37.5%
LARRY W. ADAMI	<u>25.0%</u>
	100.0%

Additional contributions will be made as required for investment purposes as determined by unanimous consent of the members. Members will make contributions in the same percentage of the total contributions as the percentage of membership which each contributing member holds in the company.

ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses

of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits equal to the percentage of membership held in the company by each member. The distributive share of the profits shall be determined and paid to the members not less often than annually.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members, each member being libel for the percentage of such losses equal to their percentage of ownership of the total membership interest in the company.

ARTICLE VIII

DESIGNATION OF MEMBERSHIP

The membership in the limited liability company shall be designated by units of membership. There shall be a total of ten thousand units of membership in the limited liability company. The units of membership now at this time held by initial members and an added member are as follows:

JAMES W. ADAMI	3,222 Units
MARY LOUIS ADAMI	3,222 Units
LARRY W. ADAMI	3,028 Units
PATRICIA LYNN CASASSA	<u>528</u> Units
Total Units	10,000 Units

ARTICLE IX

DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE X

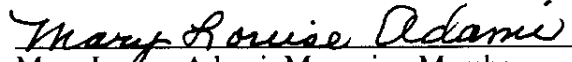
INITIAL REGISTERED OFFICE AND REGISTERED AGENT


The address of the registered office of the limited liability company is 5947 Clark Center Avenue, Sarasota 34238, County of Sarasota, State of Florida, and the name of the company's registered agent at that address is Larry W. Adami.


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the managing members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Jamalapa Properties, LLC.

Executed by the undersigned at, Sarasota, Florida, on October 3, 2011.


Mary Louise Adami, Managing Member


Larry W. Adami, Managing Member


James W. Adami, Member

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF SARASOTA


Pursuant to the provisions of Sections 608.415 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Jamalapa Properties, LLC.

The name of the registered agent for Jamalapa Property, LLC is Larry W. Adami and the street address of the company's principal office where the agent is located is 5947 Clark Center Avenue, Sarasota, Florida 34238.

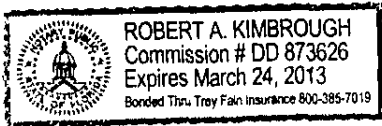
This statement is to acknowledge that, as indicated above, Jamalapa Properties, LLC, has appointed me, Larry W. Adami, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act 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.

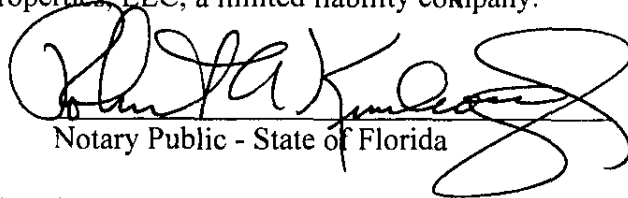
Dated: October 3, 2011.


Larry W. Adami, Resident Agent

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 3rd day of October 2011, by Larry W. Adami, agent on behalf of Jamalapa Properties, LLC, a limited liability company.




Notary Public - State of Florida

Personally Known yes OR Produced Identification _____
Type of Identification Produced personally known