

L03000001520

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(City/State/Zip/Phone #)

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(Business Entity Name)

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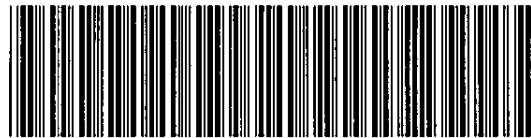
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RECEIVED
14 OCT 22 AM 9:00
DIVISION OF CORPORATIONS

14 OCT 22 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 22, 2014

ANDREW L. JIMENEZ, ESQ
JIMENEZ LAW OFFICES, P.A.
100 SE THIRD AVE. SUITE 1514
FORT LAUDERDALE, FL 33394

SUBJECT: SEVILLE APARTMENTS L.L.C.
Ref. Number: L03000001520

We have received your document for SEVILLE APARTMENTS L.L.C. and your check(s) totaling \$30.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Agnes Lunt
Regulatory Specialist II

Letter Number: 314A00022593

COVER LETTER

14 OCT 22 PM 2:55

**TO: Registration Section
Division of Corporations**

SECRET
TALLAHASSEE, FLORIDA

SUBJECT: SEVILLE APARTMENTS L.L.C.

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

ANDREW L. JIMENEZ, ESQ.

Name of Person

JIMENEZ LAW OFFICES, P.A.

Firm/Company

100 SE THIRD AVE, SUITE 1514

Address

FORT LAUDERDALE, FL 33394

City/State and Zip Code

ANDREW@JIMENEZLAWOFFICES.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ANDREW L. JIMENEZ, ESQ.

954 848-3111

Name of Person

at ()

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

THIRD AMENDED AND RESTATED ARTICLES OF ORGANIZATION
of
SEVILLE APARTMENTS L.L.C.

RECEIVED
FEB 15
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SECRET
TALLAHASSEE
STATE
FLORIDA

The undersigned, pursuant to the provisions of Chapter 605 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do set forth the following:

1. NAME.

The name of the Limited Liability Company is **SEVILLE APARTMENTS L.L.C.** (hereinafter referred to as the "Company") and assigned Florida document number L03000001520.

2. PERIOD OF DURATION.

The period of duration of the Company shall be perpetual, unless it is dissolved as provided in the Florida Limited Liability Act or the written Operating Agreement to be executed by all of the members of the Company.

3. PURPOSE.

The Limited Liability Company's (the "Company's") business and purpose shall consist solely of the ownership, operation and management of the property known as Seville Apartments, Tallahassee, Leon County, Florida (the "Property") and such activities as are necessary, incidental, or appropriate in connection therewith.

4. ADDRESS OF PLACE OF BUSINESS.

The mailing and street address of the place of business in Florida for the Company is: 1420 N Meridian Road, Tallahassee, FL 32303. Such address may be changed from time to time as provided in the Operating Agreement.

5. POWERS AND DUTIES.

Notwithstanding any other provisions of these Articles, without the consent of all members of the Company, the members and managers of the Company shall have no authority to:

(i) borrow money or incur indebtedness on behalf of the Company other than normal trade accounts payable and obligations in the ordinary course of business, or grant consensual liens on the Company's property;

(ii) dissolve or liquidate the Company;

(iii) sell or lease, or otherwise dispose of all or substantially all of the assets of the Company;

(iv) file a voluntary petition or otherwise initiate proceedings to have the Company adjudicated bankrupt or insolvent, or consent to the institution of bankruptcy or insolvency proceedings against the Company, or file a petition seeking or consenting to reorganization or relief of the Company of debtor under any applicable federal or state law relating to bankruptcy, insolvency, or other relief for debtors with respect to the Company; or seek or consent to the appointment of any trustee, receiver, conservator, assignee, sequestrator, custodian, liquidator (or other similar official) of the

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FLORIDA

Company or of all or any substantial part of the properties and assets of the Company, or make any general assignment for the benefit of creditors to the Company, or admit in writing the inability of the Company to pay its debts generally as they become due or declare or effect a moratorium on the Company debt or take any action in furtherance of any action;

(v) amend, modify or alter Articles Three, Five, Six, Seven, Eight or Nine of these Articles; or

(vi) merge or consolidate with any other entity.

6. TITLE TO COMPANY PROPERTY.

All property owned by the Company shall be owned by the Company as an entity and, insofar as permitted by applicable law, members shall have any ownership interest in any Company property and its individual name or right, and each Member's interest in the Company shall be personal property for all purposes.

7. EFFECT OF BANKRUPTCY, DEATH, OR INCOMPETENCY OF MEMBER.

The bankruptcy, death, dissolution, liquidation, termination or adjudication of incompetency of a Member shall not cause determination or dissolution of the Company and the business of the Company shall continue. Upon any such occurrence, the trustee, receiver, executor, administrator, committee, guardian or conservator of such Member shall have all the rights of such Member for the purpose of settling or managing its estate or property, subject to satisfying conditions precedent to the admission of such assignee as a substitute Member. The transfer by such trustee, receiver, executor, administrator, committee, guardian or conservator of any Company Interest shall be subject to all of the restrictions hereunder to which such transfer would have been subject if such transfer had been made by such bankrupt, deceased, dissolved, liquidated, terminated or incompetent Member. The foregoing shall apply to the extent permitted by applicable law.

8. REGISTERED AGENT.

The registered agent in Florida for the Company is: JENNIFER N. PEARCE, and the registered office is located at 2020 W Pensacola St, Ste 270, Tallahassee, FL 32304.

9. ADDITIONAL MEMBERS.

The Company shall have two (2) members, DAVID ROSEN and JULIE ROSEN PURDY, and may admit additional members upon the prior unanimous written agreement of the then existing members, or as otherwise provided in the Operating Agreement.

10. CONTINUITY OF BUSINESS.

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members of the Company.

11. MANAGEMENT.

APPROVED
FILED

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SECRET
TALLAHASSEE, FLORIDA

The Company is a member-managed company. The name and address of the Member who is to serve as the managing Member until the first annual meeting of members or until his successor is duly elected and qualified is as follows:

DAVID ROSEN

1420 N Meridian Road, #113
Tallahassee, FL 32303

12. INDEMNIFICATION.

Except as expressly provided otherwise in the Operating Agreement, the Company shall indemnify any manager or former manager to the full extent permitted under the Florida Limited Liability Company Act.

EXECUTED at Tallahassee, Leon County, Florida this 18 day of October, 2014.



DAVID ROSEN, Managing Member

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT WITH WHOM PROCESS MAY BE
SERVED.**

FILED
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SEVILLE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Chapter 605, Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is **SEVILLE APARTMENTS L.L.C.**
2. The name of the registered agent and office is **JENNIFER N. PEARCE, 2020 W PENSACOLA STREET, STE 270, TALLAHASSEE FLORIDA 32304.**

ACKNOWLEDGMENT

I hereby accept the appointment as registered agent and agreed 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, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.


JENNIFER N. PEARCE