

LO3000015609

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(City/State/Zip/Phone #)

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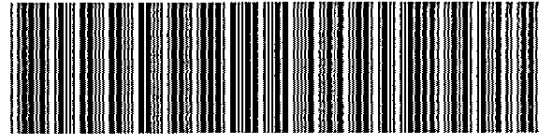
(Business Entity Name)

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 19, 2006

JOSEPH GAYNOR
JOSEPH GAYNOR, P.A.
304 MONROE STREET
DUNEDIN, FL 34698

SUBJECT: SUNCOAST APARTMENTS OF TAMPA, LLC
Ref. Number: L03000015609

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

YOUR DOCUMENT MUST READ: " AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF (COMPANY NAME).

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) 245-6984.

Deborah Bruce
Document Specialist

Letter Number: 506A00046123

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Suncoast Apartments of Tampa, LLC
(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:

Joseph Gaynor
(Name of Person)
Joseph W. Gaynor P.A.
(Firm/Company)
304 Monroe Street
(Address)
Dunedin, FL 34698
(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph Gaynor at 727 599-3527
(Name of Person) (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

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2006 JUL 28 PM 12:16

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
SUNCOAST APARTMENTS OF TAMPA, LLC**

Pursuant to Chapter 608.411, *Florida Statutes* (the "Act"), and pursuant to the resolution of all of the Members attached, the Articles of Organization of SUNCOAST APARTMENTS OF TAMPA, LLC, a Florida limited liability company (the "Company"), filed with the Florida Secretary of State, Tallahassee, Florida, on April 30, 2003, are hereby amended and restated by replacing the existing Articles of Organization in their entirety with the following:

ARTICLE I - NAME

The name of the limited liability company is SUNCOAST APARTMENTS OF TAMPA, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 1710 Villa Capri Circle, Odessa, Florida 33556.

ARTICLE III - DURATION

The limited liability company's existence shall be perpetual, unless otherwise terminated pursuant to the Regulations among the Members.

ARTICLE IV - MANAGEMENT

The Company will be Member managed. The Manager of the Company is:
Tuscano Development at Suncoast Crossings, LLC
1710 Villa Capri Circle
Odessa, FL 33556

ARTICLE V - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right of the remaining Members of the Company to continue the business on 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 shall be the affirmative vote of 51% of the Members' contributed capital.

ARTICLE VI - LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to Section 608.24 of the Act, no Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

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2006 JUL 28 PM 12:17

ARTICLE VII - OPERATING AGREEMENT

The Operating Agreement (as defined in Section 608.402(13) of the Act) relating to this Company must be in writing and signed by all of the Members.

ARTICLE VIII- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of the Company is

Joseph W. Gaynor, Esq.
304 Monroe Street
Dunedin, FL 34698

Having been named as Registered Agent and to accept service of process for the Company at the place designated in this certificate, I hereby accept the 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.


Joseph W. Gaynor

IN WITNESS WHEREOF, the undersigned, as the Managing Member and an authorized representative of all Members, has caused these Articles of Amendment and Restatement of Articles of Organization to be executed on behalf of the Company this 3rd day of March, 2006.

TUSCANO DEVELOPMENT AT
SUNCOAST CROSSINGS, LLC,
a Florida limited liability company,
as the Managing Member of the Company

By: KAMPSSEN & ASSOCIATES, INC.,
a Florida corporation, as a Managing Member

By: 
Mary Lee Kampsen, President

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**RESOLUTION OF MEMBERS
SUNCOAST APARTMENTS OF TAMPA, LLC
ACTION BY CONSENT**

The undersigned, being all of the Members of SUNCOAST APARTMENTS OF TAMPA, LLC, a Florida limited liability company (the "Company"), hereby resolve that the Articles of Organization of the Company be amended by executing and filing with the Department of State of the State of Florida the Articles of Amendment and Restatement of the Articles of Organization to which this Resolution is attached.

This Resolution may be executed in counterparts, with each counterpart together constituting an original.

IN WITNESS WHEREOF, all of the Members of the Company have caused this instrument to be executed as of this 11 day of July, 2006.

TUSCANO DEVELOPMENT AT
SUNCOAST CROSSINGS, LLC,
a Florida limited liability company,
as the Managing Member of the Company

By: KAMPSER & ASSOCIATES, INC.,
a Florida corporation, as a Managing Member

By: 
Mary Lee Kampsen, President

SUNCOAST CROSSINGS DEVELOPMENT
COMPANY, LLC
a Florida limited liability company
as a Managing Member of the Company

By: 
Jeffrey J. Ricketts, Managing Member

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