

LD4000077238

(Requestor's Name)

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☐ PICK-UP

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(Business Entity Name)

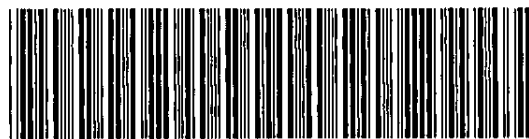
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G. MCLEOD  
JUN 19 2012  
EXAMINER



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12 JUN 18 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



348 Miracle Strip Parkway SW  
Paradise Village, Suite 7  
Fort Walton Beach, Florida 32548  
Phone: (850) 664-2229, Fax: (850) 664-7882

ADMINISTRATIVE OFFICE  
3111 STIRLING ROAD  
FORT LAUDERDALE, FL 33312  
954.987.7550

WWW.BECKER-POLIAKOFF.COM  
BP@BECKER-POLIAKOFF.COM

May 10, 2012

Reply To:  
Fort Walton Beach  
Jay Roberts, Esq.  
JRoberts@becker-poliakoff.com

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Amendment to Articles of Organization - Destin Condo Owners, LLC  
(Document Number L04000077238)

Dear Sir or Madam:

Enclosed herewith please find a written consent amendment to the Destin Condo Owners, LLC's Articles of Amendment along with a check for \$35.00. Should you have any questions, please feel free to contact me.

Best regards,

Jay Roberts  
For the Firm  
Enclosures a/s

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FORT WALTON BEACH  
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PRAGUE, CZECH REPUBLIC

\*by appointment only

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Destin Condo Owners, 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:

Jay Roberts

Name of Person

Becker & Poliakoff, P.A.

Firm/Company

348 Miracle Strip Parkway SW, Suite 7

Address

Fort Walton Beach, FL 32548

City/State and Zip Code

jroberts@becker-poliakoff.com

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

For further information concerning this matter, please call:

Jay Roberts

Name of Person

at ( 850 )

664-2229

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

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF**

Destin Condo Owners, LLC

(Name of the Limited Liability Company as it now appears on our records.)

(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on October 25, 2004 and assigned  
Florida document number L04000077238.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

n/a

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable: n/a

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable: n/a

(Mailing address MAY BE A POST OFFICE BOX)

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

n/a

New Registered Office Address:

Enter Florida street address

Florida

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

*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 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 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
	<i>See attached</i>		<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Amending Article VI of the Articles of Organization. Please see attached Written  
Consent to Amendment of Articles of Organization.

Dated June 19, 2012

  
Signature of a member or authorized representative of a member

Jay Roberts  
Typed or printed name of signee

**DESTIN CONDO OWNERS, LLC**

**WRITTEN CONSENT TO AMENDMENT OF ARTICLES OF ORGANIZATION**

The undersigned, being all of the Members of the above-named company, a Florida Limited Liability Company, do hereby consent in writing to the adoption of the following amendment, taking the action in lieu of a meeting, as permitted by the Destin Condo Owners, LLC Operating Agreement and Florida Statutes.

WHEREAS, the Members desire to update Article VI of the Company's Articles of Organization to reflect the current composition of ownership interest in the Company;

WHEREAS, the Company's Operating Agreement provides that a majority of Members may resolve to amend the Articles of Organization;

WHEREAS, the Company's Operating Agreement provides that any action that could be taken at a meeting, can be accomplished by written consent of the Members;

WHEREAS, the undersigned represents Company's entire ownership interest as of the date hereof.

NOW THEREFORE, BE IT RESOLVED AS FOLLOWS:

Article VI of the Company's Articles of Organization is hereby amended as indicated below:

**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 specified as follows until each has received a return of their respective Capital Contributions:

<u>G. Randolph Turner, M. D.</u>	<u>16.67%</u>
<u>Leonard H. Himes, M. D.</u>	<u>16.67%</u>
<u>Carter L. McDaniel, M. D.</u>	<u>16.67%</u>
<u>Hugh Francis, III, M. D.</u>	<u>16.67%</u>
<u>Richard Seallion, M. D.</u>	<u>16.66%</u>
<u>Martin Fleming, M. D.</u>	<u>16.66%</u>
<u>G. Randolph Turner, M.D.</u>	<u>25%</u>
<u>Carter E. McDaniel III, M.D.</u>	<u>25%</u>
<u>Hugh Francis III, M.D.</u>	<u>25%</u>
<u>Melvin Payne III, M.D.</u>	<u>25%</u>

Thereafter net profits shall be apportioned as follows:

G. Randolph Turner, M. D.	16.67%
Leonard H. Himes, M. D.	16.67%
Carter L. McDaniel, M. D.	16.67%
Hugh Francis, III, M. D.	16.67%
Richard Seallion, M. D.	16.66%
Martin Fleming, M. D.	16.66%

G. Randolph Turner, M.D.	25%
Carter E. McDaniel III, M.D.	25%
Hugh Francis III, M.D.	25%
Melvin Payne III, M.D.	25%

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company or as otherwise determined by the members.

(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 in the following shares:

G. Randolph Turner, M. D.	16.67%
Leonard H. Himes, M. D.	16.67%
Carter L. McDaniel, M. D.	16.67%
Hugh Francis, III, M. D.	16.67%
Richard Seallion, M. D.	16.66%
Martin Fleming, M. D.	16.66%

G. Randolph Turner, M.D.	25%
Carter E. McDaniel III, M.D.	25%
Hugh Francis III, M.D.	25%
Melvin Payne III, M.D.	25%

SO RESOLVED, this 2<sup>nd</sup> day of April, 2012, by the undersigned.

G. Randolph Turner, M.D.  
G. Randolph Turner, M.D.

Melvin Payne III, M.D.  
Melvin Payne III, M.D.

ACTIVE: 3801702\_1

Hugh Francis III  
Hugh Francis III, M.D.

Carter E. McDaniel III  
Carter E. McDaniel III, M.D.