

Sep 3 2009 4:44 PM  
No. 1237 Page 1 of 1  
**L04000078680**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000192702 3)))



H090001927023ABC/

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : DRIVER, MCAFEE, PEEK & HAWTHORNE, P.L.  
Account Number : I20020000137  
Phone : (904) 301-1269  
Fax Number : (904) 301-1279

**FILED**  
09 SEP -3 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN**

**2955 FORTY FIFTH STREET, L.L.C.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$25.00

**D. BRUCE**

SEP 4 2009

**EXAMINER**

**RECEIVED**  
09 SEP -3 AM 6:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

H09000192702 3

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
2955 FORTY FIFTH STREET, L.L.C.**

Pursuant to Section 608.411, Florida Statutes, the Articles of Organization of 2955 Forty Fifth Street, L.L.C., originally filed on October 25, 2004, are amended and restated in their entirety to read as follows:

**ARTICLE I - NAME**

The name of the limited liability company is 2955 Forty Fifth Street, L.L.C. (the "Company").

**ARTICLE II - ADDRESS**

The street address of the principal office and the mailing address of the Company are:

3616 Bowling Gate Lane  
Nashville, Tennessee 37215

**ARTICLE III - PURPOSE**

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE**

The Company will exist perpetually. These Amended and Restated Articles of Organization shall be effective on the date of filing of these Amended and Restated Articles of Organization with the Secretary of State of the State of Florida.

**ARTICLE V - CONTINUATION OF LIMITED LIABILITY COMPANY**

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company shall not be dissolved and shall not be required to be wound up if, within one (1) year 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 and agrees to the admission of the personal representative or other legal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

Prepared by:  
Driver, McAfee, Peek & Hawthorne, P.L.  
One Independent Drive, Suite 1200  
Jacksonville, Florida 32202  
904-301-1269

H09000192702 3

**FILED**  
09 SEP -3 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H09000192702 3

**ARTICLE VI - REGISTERED OFFICE AND AGENT**

The Company hereby (i) designates One Independent Drive, Suite 1200, Jacksonville, Florida 32202 as the street address of the Company's registered office, and (ii) names Contega Business Services, LLC as the Company's registered agent at that address to accept service of process within the State of Florida.

**ARTICLE VII - MANAGEMENT AND AUTHORITY**


The Company shall be a manager-managed company. Pursuant to Section 608.4235, Florida Statutes, 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.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has executed the foregoing Amended and Restated Articles of Organization this \_\_\_ day of September, 2009.

  
Ben H. Willingham, III  
Authorized Representative

**ADOPTION OF AMENDED AND RESTATED ARTICLES OF ORGANIZATION**

The undersigned member hereby confirms that the foregoing Amended and Restated Articles of Organization were adopted and approved by the Company's members pursuant to Section 608.4231(4), Florida Statutes, on September 1, 2009. The number of votes cast by the members for the amendments contained in the foregoing Amended and Restated Articles of Organization were sufficient for approval of the same.

  
Print Name: R. BARRY CULLEN  
Member

2/1/09

FILED  
09 SEP -3 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H09000192702 3

H09000192702 3

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned (i) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Amended and Restated Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Dated: September 3, 2009

CONTEGA BUSINESS SERVICES, LLC

By: 

J. Jacob R. Peek, Executive Vice President

**FILED**  
09 SEP -3 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA