

Division of Corporations

Page 1 of 1

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**WGC PARTNERS, LLC**

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Electronic Filing Menu

Corporate Filing Menu

Help

Audit # H07000059548 3

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
WGC PARTNERS, LLC**

WHEREAS, the Articles of Organization for WGC PARTNERS, LLC were filed with the Secretary of State of Florida on August 21, 2006; and

WHEREAS, the undersigned, the sole member of WGC PARTNERS, LLC, hereby desires to amend and restate the Articles of Organization in their entirety.

NOW, THEREFORE, the Articles of Organization for WGC PARTNERS, LLC are hereby amended and restated in their entirety as set forth below dated effective February 22, 2007:

**ARTICLE I  
Name and Principal Office**

The name of this limited liability company is **WGC PARTNERS, LLC** and its principal office and mailing address is located at 5300 W. Knox Street, Tampa, FL 33684.

**ARTICLE II  
Duration**

The existence of this limited liability company shall be perpetual, commencing August 21, 2006.

**ARTICLE III  
Purpose**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
Membership**

The member(s) of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of

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this limited company unless the transfer or assignment is approved by the unanimous consent of the member(s) not proposing to transfer or assign their interests.

**ARTICLE V**  
**Management**

This organization is to be managed by a manager or managers elected by a majority interest of its members. **DANIEL TOBY ELOZORY** shall serve as manager of this organization until the earlier of his death, resignation, replacement or until his successors are elected and qualified.

**ARTICLE VI**  
**Amendment of Articles of Organization and Operating Agreement**

These Articles of Organization and the Company's Operating Agreement may be amended at any time by the members.

**ARTICLE VII**  
**Initial Registered Office and Agent**

The street address of this limited liability company's registered office is 5300 W. Knox Street, Tampa, FL 33684 and the name of this limited liability company's registered agent is **DANIEL TOBY ELOZORY**.

IN WITNESS WHEREOF, the undersigned have executed these Amended and Restated Articles of Organization of this limited liability Company dated effective the 22 day of February, 2007.

**WESTSHORE GROUP, LLLP**

  
**DANIEL TOBY ELOZORY, General Partner**

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

**DANIEL TOBY ELOZORY**, having been named as registered agent to accept service of process for **WGC PARTNERS, LLC**, a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered Office: 5300 W. Knox Street, Tampa, FL 33684.

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED effective this 22 day of February, 2007.



**DANIEL TOBY ELOZORY**

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