

L060000090530

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

L. SELLERS

SEP. - 2 2009

EXAMINER

Office Use Only



800159051468

08/31/09--01010--024 **25.00

FILED
09 AUG 31 AM 9:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: IFS Development Group, 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:

Darryl W. Johnston, Esq.

Name of Person

Johnston and Sasser, P.A.

Firm/Company

P.O. Box 997

Address

Brooksville, FL 34605

City/State and Zip Code

sclark@johnston-sasser.com

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

For further information concerning this matter, please call:

Darryl W. Johnston, Esq.

Name of Person

at (352)

796-5123

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$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**

IFS Development Group, 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 9/14/2006 and assigned
Florida document number L06000090530.

This amendment is submitted to amend the following:

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

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:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(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:

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>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

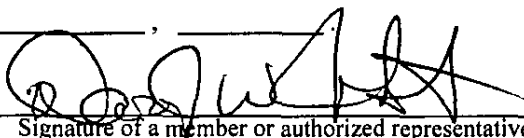
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

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

See attached Amended Articles.

Dated _____,



Signature of a member or authorized representative of a member

Darryl W. Johnston, Esq.

Typed or printed name of signee

**AMENDED ARTICLES OF ORGANIZATION
OF
IFS DEVELOPMENT GROUP, LLC**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

I. NAME AND PRINCIPAL PLACE OF BUSINESS

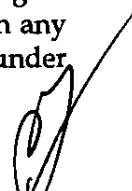
The name of the limited liability company shall be IFS DEVELOPMENT GROUP, LLC, and its principal office shall be located at 436 Leafy Way Avenue, Spring Hill FL 34606 with a mailing address of 436 Leafy Way Avenue, Spring Hill FL 34606; but it shall have the power and authority to establish branch offices at any other place or places as the member may designate.

II. PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. Financial counseling and management. Nothing above is intended to limit the actions of the Members to conduct lawfully such other businesses it deems appropriate and to take such action as are necessary to carry out the actions of the Manager and Member.
4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
5. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.



FILED
AUG 31 AM 11:41
TREASURER
FLORIDA

III. EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a supermajority vote of the voting members of the limited liability company.

IV. MANAGEMENT

This limited liability company shall be managed by at least two managers. The names and addresses of the persons who shall serve until successors are elected and qualified are: Harrison D. Welles II, 436 Leafy Way Avenue, Spring Hill FL 34606, and William C. Westrom Jr., 436 Leafy Way Avenue, Spring Hill FL 34606. The Voting Member(s) shall have the right to change the number of managers by unanimous consent.

V. MEMBERSHIP RESTRICTIONS

Voting Members shall have the right to admit new members by supermajority consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with the supermajority written consent of voting members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on the supermajority consent of the remaining voting members.

VI. CAPITAL CONTRIBUTIONS

Capital contributions in the form of cash or real property having a value of at least \$500.00 shall be contributed to the limited liability company by the Members. Additional contributions may be made as required for investment purposes, as determined by majority consent of the voting members.

VII. PROFITS AND LOSSES

1. 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. The profits shall be determined and paid to the Members on December 31 of each year unless otherwise agreed to by the Members.

2. 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.



VIII. DURATION

This limited liability company shall have perpetual existence unless earlier dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

IX. VOTING OF MEMBERS


The Voting Members of the limited liability company shall be Harrison D. Welles II (hereafter "Welles"), William C. Westrom Jr (hereafter "Westrom"), and Raymond R. Finn (hereafter "Finn"). In the event a majority vote can not be obtained between Welles or Westrom concerning the day to day operation, management, or direction of the Company, and only in such event that either Welles or Westrom request Finn (in writing) to cast a deciding vote than, in such event, Finn shall be required to cast the deciding vote. Finn shall not be required to vote on any other matters concerning the company other than as stated herein in this Paragraph (9).

X. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

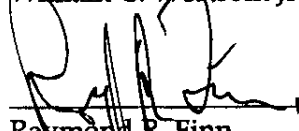
The address of the initial registered office of the limited liability company is 436 Leafy Way Avenue, Spring Hill FL 34606, and the name of the company's initial registered agent at that address is Harrison D. Wells II.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of IFS DEVELOPMENT GROUP, LLC.

Executed by the undersigned at Brooksville, Florida, this 5 day of June 2009.


Harrison D. Welles II


William C. Westrom Jr.


Raymond R. Finn

FILED
09 AUG 31 AM 9:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned corporation, 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 corporation is **IFS DEVELOPMENT GROUP, LLC.**
2. The name and address of the registered agent and office is:

Harrison D. Wells II, 436 Leafy Way Avenue, Spring Hill FL 34606

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.


Harrison B. Wells II

Date June 5th 2009