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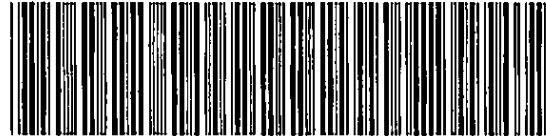
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2017 SEP 28 AM 10:39  
SUBMITTED BY MAIL  
FALLASSIST 110011

FILED

K. SALY

SEP 29 2017

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
LONEHOUSE FLORIDA, LLC  
A Florida Limited Liability Company**

FILED  
2017 SEP 28 AM 10:39  
CLERK OF COURT  
ALLAHASSEE COUNTY  
FLORIDA

**PREAMBLE**

We, the undersigned, do hereby associate ourselves under the following Articles, for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I**

**NAME & PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be:

**LONEHOUSE FLORIDA, LLC.  
2857 SW 27<sup>th</sup> Avenue  
MIAMI, FLORIDA 33133**

**ARTICLE II**

**GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by this limited liability company is:

(1) To engage in any activity or business permitted under the laws of the United States and the State of Florida, except business governed by other regulatory statutes.

**ARTICLE III**

**LIMITED LIABILITY COMPANY POWERS**

This Limited company shall have all powers now and hereafter granted Liability Companies for profit under the laws of the State of Florida.

**ARTICLE IV**

**TERM OF EXISTENCE**

This limited liability company shall exist perpetually.

**ARTICLE V**

**MEMBERS WITH INTEREST IN LLC AND MANAGEMENT**

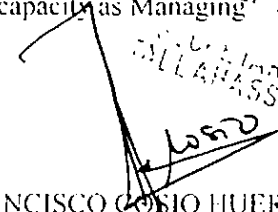
- 1) The business of this limited company shall be conducted by the following Management Group designated by the Members with interest in the LLC for such purpose.
- 2) The names and street addresses of the members of the Management Group as appointed herein who shall also hold the following office for the first year of its existence and as elected thereafter are as follows:

<u>NAME</u>	<u>MANAGEMENT POSITION</u>	<u>Ownership</u>	<u>ADDRESS</u>
LONEHOME FLORIDA, LLC. Florida Limited Liability Company	Managing Member	49%	1395 Brickell Ave. #800 MIAMI, FLORIDA, 33131
Jose Francisco Cosio Huertas Florida Limited Liability Company	Managing Member And C.E.O.	51%	2857 SW 27 <sup>th</sup> Ave. MIAMI, FLORIDA, 33133

  
Monday, January 16, 2017

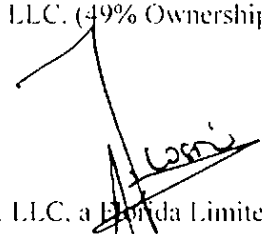
**ARTICLE VI**  
**ACKNOWLEDGMENT OF MANAGING MEMBER**

**I, JOSE FRANCISCO COSIO HUERTAS**, hereby accept to act in this capacity as Managing Member of LONEHOUSE FLORIDA, LLC. (51% Ownership)  
DATED this 16 of JANUARY 2017

  
JOSE FRANCISCO COSIO HUERTAS  
MANAGING MEMBER.

FILED  
2017 SEP 28 AM 10:39  
CLERK OF DISTRICT COURT  
JULIA PASSELL  
TALLAHASSEE, FLORIDA

**I, JOSE FRANCISCO COSIO HUERTAS, MANAGING MEMBER OF LONEHOME FLORIDA, LL.** hereby accept to act in this capacity as Managing Member of LONEHOUSE FLORIDA, LLC. ON BEHALF OF LONEHOME FLORIDA LLC. (49% Ownership)  
DATED this 16 of JANUARY 2017

  
LONEHOME FLORIDA, LLC, a Florida Limited Liability Company  
JOSE FRANCISCO COSIO HUERTAS  
MANAGING MEMBER.

**ARTICLE VII**  
**ADMISSION OF NEW MEMBERS**

The Company shall admit new members as follows:

All existing members shall first receive notice of the intent to admit a new member. Such notice shall be in writing and sent out ten (10) days prior to the date which the new member intends to join. Upon the 10th day or any time set in the written notice, all the existing members shall vote to allow the new member to join. It is agreed that a vote of 66% of the existing members of record shall be necessary to ratify the acceptance of the new member. It shall be a condition that such new member deposit a sum equal to the percentage of paid in capital the new member is to be assigned. Such deposit shall be made before said new member shall be considered for membership in escrow with the attorneys designated by the company at the time notice is sent to the existing members of record. Acceptance of the new member shall constitute immediate authority of the company attorney to deposit all the sums into the company's account and said amount shall be designated (additional) paid in capital.

**ARTICLE VIII**  
**CONTINUANCE OF MEMBERSHIP AND RIGHTS OF MEMBER IN CASE OF TERMINATION**

In case of death, retirement, resignation or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the limited company, the remaining members shall have the right to continue operating the company as if the member were still a participating member. Upon such occurrence the former member or his heirs, designee, trustee or person shall be entitled to receive the percentage of profit or losses effective for the end of the distributing period which shall be conclusive. At the end of such distribution period the former member, its/his/her heirs, estate, designee or trustee shall be entitled to receive the corresponding percentage of ownership of said member at the then current value payable in five (5) equal annual installments. Current value shall be defined by the company's accountants which determination shall be also be final.

  
Monday, January 16, 2017

FILED  
2017 SEP 28 AM 10:39  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE IX**  
**STREET ADDRESS AND DESIGNATION OF REGISTERED AGENT**

LONEHOUSE FLORIDA, LLC, desiring to organize under the laws of the State of Florida, has designated its principal and mailing office at 2857 SW 27<sup>th</sup> Avenue, Miami, FL 33133, and has named as its Registered Agent, **JUAN A. FIGUEROA APA CPA**, whose address is 1428 BRICKELL AVENUE, STE. 206, MIAMI, FL 33131.

STATE OF FLORIDA COUNTY OF MIAMI-DADE:

BEFORE ME the undersigned authority, this day personally appeared, **JUAN A. FIGUEROA APA CPA** to me, well known; to be the persons who executed the above and foregoing Articles of Organization of LONEHOUSE FLORIDA, LLC, and being by me first duly sworn, depose and states that they executed the same for the purposes therein expressed.

WORN TO AND SUBSCRIBED before me this Aug. 18, 2017 ..

  
Notary Public

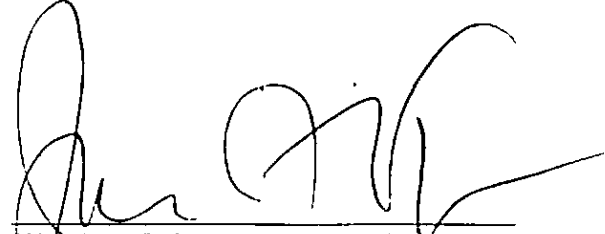
My Commission Expires:

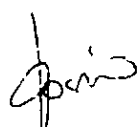


**ACKNOWLEDGMENT OF REGISTERED AGENT**

I, **JUAN A. FIGUEROA APA CPA**, having been named to accept Service of Process for LONEHOUSE FLORIDA, LLC, a Florida Limited Liability Company, at the place designated in paragraph VII of the attached Articles of Organization, I hereby accept to act in this capacity, accepting the duties as Registered Agent, and agree to comply with the provisions of said act relative to keeping open said office.

DATED this 16 of JANUARY 2017.

  
**JUAN A. FIGUEROA APA CPA**  
Registered Agent





FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 28, 2017

LONEHOUSE FLORIDA, LLC  
2857 SW 27TH AVE.  
MIAMI, FL 33133

SUBJECT: LONEHOUSE FLORIDA, LLC  
Ref. Number: L06000100214

We have received your document for LONEHOUSE FLORIDA, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please retitle the document "AMENDED AND RESTATED ARTICLES OF ORGANIZATION".

Chapter 605, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

~~1~~ 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) 245-6051.

Karen A Saly  
Regulatory Specialist II

Letter Number: 517A00017697

2017 SEP 28 AM 11:17

ALLAHASSI FLORIDA