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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SEDONA TI, 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:

Owen Goodwyne
Name of Person

Goodwyne & Roberts PA
Firm/Company

2639 N. MONROE ST. Bldg B-103
Address

TALLAHASSEE FL 32303
City/State and Zip Code

Ogoodwyne@comcast.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Owen at (850) 508-7799
Name of Person 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

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**SIXTH AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
SEDONA II, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization. This Sixth Amended and Restated Articles is for the purpose of adjusting the capital contributions and ownership interest on page 2, pursuant to transfers among members.

**ARTICLE I
NAME**

The name of the limited liability company shall be SEDONA II, LLC ("Company"). The principal place of business of the Company in Florida shall be 2639 N. Monroe St. Building B-101, Tallahassee, Florida 32303. The mailing address is the same

**ARTICLE II
DURATION**

The Company commenced its existence on December 4, 2006, the date of the original Articles of Organization were filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is dissolved as provided in Section 608.441, Florida Statutes.

**ARTICLE III
THE PURPOSE AND POWERS**

The general purpose for which the Company is organized is to acquire, own, develop and manage commercial real estate and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Steven E. Allen, 2631 N. Monroe St., Building B-101, Tallahassee, Florida 32303.

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**ARTICLE V
MANAGEMENT and MEMBER IDENTIFICATION**

The Company shall be managed by one member, and the name and address of the member is:

NAME

ADDRESS

Steven E. Allen

2631 N. Monroe St. Building B-101
Tallahassee, Florida 32303

As managing member, Steven E. Allen is specifically authorized to sign all documents on behalf of the members of the LLC and bind the LLC in all matters required by any financial institution, tenant, contractor or other document reasonably necessary or desirable for operation of the LLC. Each member waives formal requirements, including necessity of notice of formal or informal meeting.

The present member of the LLC and capital contribution are as follows:

NAME

CAPITAL CONTRIBUTION

Steven E. Allen & Elizabeth B. Allen,
Tenants by the Entirety

100%

**ARTICLE VI
COMPENSATION**

Individual members of the Company may receive reasonable compensation for services performed for the Company. Any such compensation will be at the prevailing market rates and subject to the approval of three (3) Company members for compensation in excess of \$2,000.

**ARTICLE VII
CAPITAL CONTRIBUTIONS**

Each member shall make capital contributions to the Company proportionate to their interests in the form of cash or services at such times and in such amounts as may be provided in the regulations adopted by the members.

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ARTICLE VIII
ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)

No additional members shall be admitted to the Company except with the unanimous written consent of all members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

In the event of death of a member, the Company shall have the right to purchase the interest of the deceased member, but is not obligated to do so. The purchase price shall be determined by an independent appraisal.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribe these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 10th day of February, 2014



STEVEN E. ALLEN
Managing Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of SEDONA II, LLC as registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company and states that he is familiar with and accepts the obligations of the position.



STEVEN E. ALLEN
Resident Agent

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