

# LO7000013285

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# ***CST Business & Financial Services***

10350 W. McNab Road, Bldg C  
McNab Business Park  
Tamarac, FL 33321  
TEL: (954) 323-8224 / FAX (954) 206-1051

February 26, 2007

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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**RE: J & I Custom Woodwork, LLC**

Gentlemen:

I have enclosed on behalf of subject client the Articles Amendment and Restatement with the applicable fees.

Please return all correspondence concerning this matter to:

Carmen S. Romero-Tejeda  
CST Business & Financial Services  
10350 W. McNab Road, Bldg C  
McNab Business Park  
Tamarac, FL 33321

The enclosed check for \$30.00 represents the filing fee for the amendment and restatement of the Articles of Organization and the issuance of a certificate of status.

For further information concerning this matter, please contact me, the undersigned at (954) 323-8224.

Sincerely,



Carmen S. Romero-Tejeda

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION**

**OF**

**J & I CUSTOM WOODWORK, LLC**

These Amended and Restated Articles of Organization were adopted by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in this Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

**ARTICLE 1 - NAME**

The old name is listed below; the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: **J & I CUSTOM WOODWORK, LLC**  
Old Name:

**ARTICLE 2 - DATE OF ARTICLES OF ORGANIZATION**

The Articles of Organization for the limited liability company were filed on February 06, 2007 and assigned document number L07000013285.

**ARTICLE 3 - ADDRESS**

The Company's street and mailing address is:

J & I Custom Woodwork, LLC  
5401 NW 102 Avenue, Bay 129  
Sunrise, FL 33351

**ARTICLE 4 - REGISTERED AGENT**

The initial name and address of the registered agent of this Company is Carmen S. Romero-Tejeda dba CST Business & Financial Services, 10350 W. McNab Road, Bldg C, McNab Business Park, Tamarac, FL 33321

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## **ARTICLE 5 - MANAGEMENT**

This Company is a manager-managed limited liability company. The Managers of the Company shall be elected by the member(s) in accordance with the operating agreement adopted by the member(s) for the management of the business affairs of the Company. The regulations of the operating agreement contain any provisions necessary to regulate and manage the affairs of the company but not inconsistent with law or these Amended and Restated Articles of Organization.

The duties, responsibilities, and authority of each manager shall be restricted to those predetermined in the operating agreement adopted by the member(s) for the management and regulation of the business affairs of the company.

The Managers of the Company shall be:

Operations Manager:	Jose F. Arboleda
Administrative Manager:	Isabel D. Komorowski

whose addresses shall be the same as the mailing address of the Company.

## **ARTICLE 6 - MEMBERS**

As of March 1, 2007, the name of the member(s) of the Company is Jeffrey Komorowski whose address shall be the same as the mailing address of the Company.

## **ARTICLE 7 - ADMISSION OF NEW MEMBER**

Member(s) of the limited liability company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing member(s), and the existing member(s) shall determine the amount and nature of contributions by new members at the time new members are admitted.

## **ARTICLE 8 - TRANSFERABILITY OF MEMBERSHIP INTERESTS**

No member shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the limited liability company's Operating Agreement. If the assignments is not approved by all of the membership interests, the assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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## **ARTICLE 9 - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or the occurrence of any other event which terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of the remaining members, provided there are at least one remaining member.

## **ARTICLE 10 - COMPANY ESISTENCE**

The limited liability company's existence will begin effective upon the filing date of the original Articles of Organization.

## **ARTICLE 10 - INDEMNIFICATION AND INSURANCE**

The Company shall indemnify managers and/or members of the Company who was wholly successful, on the merits or otherwise in the defense of any proceeding to which the managers and/or members was a party because the managers and/or members is or was a manager and/or member of the Company against reasonable attorney fees and expenses incurred by the managers and/or members in connection with the proceeding.

The Company may indemnify an individual made a party to a proceeding because the individual is or was a member, manager, employee or agent of the Company against liability if authorized in the specific case after determination, in the manner required by the member(s), that indemnification of the member, manager, employee or agent, as the case may be, is permissible in the circumstances because the member, manager, employee or agent has met the standard of conduct set forth by the member(s).

The indemnification and advancement of attorney fees and expenses for managers, employees and agents of the Company shall apply when such persons are serving at the Company's request while a member, manager, employee or agent of the Company, as the case may be, as a member, manager, partner, trustee, employee or agent of another foreign or domestic Company, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company.

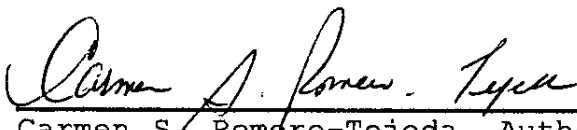
The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a member, manager, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding.

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The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a member, manager, employee or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law. All references in these Amended and Restated Articles of Organization are deemed to include any amendment or successor thereto.

Nothing contained in these Amended and Restated Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a member, manager, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Amended and Restated Articles of Organization to "member", "manager", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons

**IN WITNESS WHEREOF,** The undersigned, an authorized representative of the member, has made and subscribed these Amended and Reinstated Articles of Organization at Tamarac, Florida for the foregoing uses and purposes, this February 26, 2007.



Carmen S. Romero-Tejeda, Authorized Representative of the Member(s)

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**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/OFFICE**

**LIMITED LIABILITY COMPANY:**

J & I CUSTOM WOODWORK, LLC

**REGISTERED AGENT/OFFICE:**

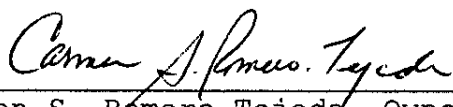
CARMEN S. ROMERO-TEJEDA  
DBA CST BUSINESS & FINANCIAL SERVICES  
10350 W. McNAB ROAD, BLDG C  
McNAB BUSINESS PARK  
TAMARAC, FL 33321

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I agree to act as registered agent and to accept service of process for the limited liability company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the position of Registered Agent under section 608.4155, Florida Statutes and other applicable Florida Statutes.

**CST BUSINESS & FINANCIAL SERVICES**

By:

  
Carmen S. Romero-Tejeda, Owner