

107000028678

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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(Business Entity Name)

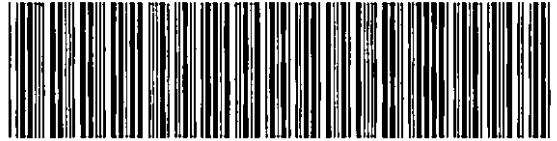
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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Bay Street Studio LLC

Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Registered Agent/Registered Office Change and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

David Harper

Name of Person

Bay Street Buildings LLC

Firm/Company

515 West Bay Street

Address

Tampa, FL 33606

City/State and Zip Code

dsavage@tampaforensic.com

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

For further information concerning this matter, please call:

Dawnyele Savage

at (727)

726-3600

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$55 Filing Fee & Certified Copy

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**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR
LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 605.0114 or 605.0116, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. Name of the limited liability company: Bay Street Studio LLC

2. (a) _____ (b) _____
Principal office address of limited liability company: Mailing address of limited liability company:
(Note: MUST BE STREET ADDRESS) (Note: MAY BE POST OFFICE BOX)

515 West Bay Street

515 West Bay Street

Tampa, FL 33606

Tampa, FL 33606

03/15/2007

L07000028678

3. Date of filing/registration in Florida

4. Document number

5. (a) Tanner, Rodney T

Registered Agent and Registered Office shown on the records of the Florida Dept. of State:

Registered Office Address (MUST BE FLORIDA STREET ADDRESS)

515 W Bay St Ste 200

Tampa, FL 33606

(b) David Harper

Enter name of NEW Registered Agent and/or NEW Registered Office address:

Bay Street Buildings LLC

NEW Registered Office Address:

515 West Bay Street

Tampa, FL 33606

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If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

[Signature]
Signature of a member or authorized representative of a member

David Harper

Printed or typed name of signee

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 605, 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.

[Signature]
Signature of Registered Agent

Division of Corporations • P.O. Box 6327 • Tallahassee, FL 32314
FILING FEE: \$25.00

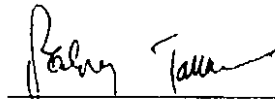
ASSIGNMENT OF MEMBERSHIP INTEREST

FOR VALUE RECEIVED, RODNEY T. TANNER, KATHY ARSENAULT and RICHARD SCHMITT (collectively "Assignor") does hereby assign, transfer and set over unto BAY STREET BUILDINGS LLC ("Assignee"), all of Assignor's right, title and interest in and to a One Hundred Percent (100.0%) Membership Interest ("Membership Interest") in BAY STREET STUDIO, LLC, a Florida limited liability company ("Company"), effective as of August 1, 2018 ("Effective Date"). Assignor and Assignee hereby consent to this assignment of Membership Interest ("Assignment").

Assignee hereby accepts said Membership Interest and this Assignment shall be binding on and inure to the benefit of the parties hereto, their successors, personal representatives and assigns.

IN WITNESS WHEREOF, the parties have executed this Assignment effective as of the Effective Date.

ASSIGNOR:



RODNEY TANNER



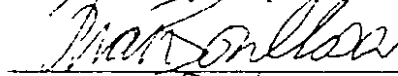
KATHY ARSENAULT



RICHARD SCHMITT

ASSIGNEE:

BAY STREET BUILDINGS LLC, a Florida
limited liability company



By: FRANK BOULOS, Managing Member

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CERTIFICATE FOR LIMITED LIABILITY COMPANY INTERESTS

IN BAY STREET STUDIO, LLC

THIS CERTIFICATE HAS NOT BEEN AND WILL NOT BE REGISTERED UNDER THE SECURITIES ACT OF 1933 OR UNDER THE SECURITIES OR BLUE SKY LAWS OF ANY STATE. THE HOLDER OF THIS CERTIFICATE, BY ITS ACCEPTANCE HEREOF, REPRESENTS THAT IT IS ACQUIRING THIS SECURITY FOR INVESTMENT AND NOT WITH A VIEW TO ANY SALE OR DISTRIBUTION HEREOF. ANY TRANSFER OF THIS CERTIFICATE OR ANY LIMITED LIABILITY COMPANY INTEREST REPRESENTED HEREBY IS SUBJECT TO THE TERMS AND CONDITIONS OF THE LIMITED LIABILITY COMPANY AGREEMENT (AS DEFINED BELOW).

Certificate Number 1

100% Limited Liability Company Interest

Bay Street Studio, LLC, a Florida limited liability company (the "Company"), hereby certifies that Bay Street Buildings LLC, a Florida limited liability company (together with any assignee of this Certificate, the "Holder") is the registered owner of one hundred percent (100%) of the limited liability company interests in the Company. The rights, powers, preferences, restrictions and limitations of the limited liability company interests in the Company are set forth in, and this Certificate and the limited liability company interests in the Company represented hereby are issued and shall in all respects be subject to the terms and provisions of, the Operating Agreement of the Company dated as of May 25, 2007 (as amended, restated, supplemented or modified from time to time, the "Limited Liability Company Agreement"). By acceptance of this Certificate, and as a condition to being entitled to any rights and/or benefits with respect to the limited liability company interests evidenced hereby, the Holder is deemed to have agreed to comply with and be bound by all the terms and conditions of the Limited Liability Company Agreement. The Company will furnish a copy of the Limited Liability Company Agreement to the Holder without charge upon written request to the Company at its principal place of business. The Company shall maintain books for the purpose of registering the transfer of interests. Transfer of any or all of the limited liability company interests in the Company evidenced by this Certificate is subject to certain restrictions in the Limited Liability Company Agreement and can be effected only after compliance with all of those restrictions and the presentation to the Company of the Certificate, accompanied by an assignment in the form appearing on the reverse side of this Certificate, duly completed and executed by and on behalf of the transferor in such Transfer, and an application for transfer in the form appearing on the reverse side of this Certificate, duly completed and executed by and on behalf of the transferee in such Transfer.

This Certificate and the limited liability company interests evidenced hereby shall be governed by and construed in accordance with the laws of the State of Florida without regard to principles of conflicts of laws.

IN WITNESS WHEREOF, the Company has caused this Certificate to be executed as of the date set forth below.

Dated: April 1, 2018

BAY STREET STUDIO, LLC,
a Florida limited liability company

By: Rodney Tanner
Name: Rodney Tanner
Title: Manager

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(Reverse Side of Certificate)

ASSIGNMENT OF INTERESTS

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto _____ (print or typewrite name of transferee), _____ (insert Social Security or other taxpayer identification number of transferee), the following specified percentage of limited liability company interests in the Company: _____ (identify the percentage interest being transferred) effective as of the date specified in the Application for Transfer of Interests below, and irrevocably constitutes and appoints _____ and its authorized officers, as attorney-in-fact, to transfer the same on the books and records of the Company, with full power of substitution in the premises.

BAY STREET BUILDINGS LLC, a Florida limited liability company

Date: _____ Signature: _____ By: _____
Name: _____
Title: _____

APPLICATION FOR TRANSFER OF INTERESTS

The undersigned applicant (the "Applicant") hereby (a) applies for a transfer of the percentage of limited liability company interests in the Company described above (the "Transfer") and applies to be admitted to the Company as a substitute member of the Company, (b) agrees to comply with and be bound by all of the terms and provisions of the Limited Liability Company Agreement, (c) represents that the Transfer complies with the terms and conditions of the Limited Liability Company Agreement, (d) represents that the Transfer does not violate any applicable laws and regulations, and (e) agrees to execute and acknowledge such instruments (including, without limitation, a counterpart of the Limited Liability Company Agreement), in form and substance satisfactory to the Company, as the Company reasonably deems necessary or desirable to effect the Applicant's admission to the Company as a substitute member of the Company and to confirm the agreement of the Applicant to be bound by all the terms and provisions of the Limited Liability Company Agreement with respect to the limited liability company interests in the Company described above. Initially capitalized terms used herein and not otherwise defined herein are used as defined in the Limited Liability Company Agreement.

The Applicant directs that the foregoing Transfer and the Applicant's admission to the Company as a substitute Member shall be effective as of August 1, 2018.

Name of Transferee (Print) Bay Street Buildings, LLC
Dated: 8/1/18

Signature: _____ By: Frank Boullosa
Name: Frank Boullosa
Title: Managing Member

Address: 515 W Bay St Tampa, FL 33606

The Company has determined (a) that the Transfer described above is permitted by the Limited Liability Company Agreement, (b) hereby agrees to effect the admission of the Applicant as a substitute member of the Company effective as of the date and time directed above, and (c) agrees to record, as promptly as possible, in the books and records of the Company the admission of the Applicant as a substitute member.

BAY STREET STUDIO, LLC, a Florida limited liability company

By: Rodney Tanner
Name: Rodney Tanner, Manager

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