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Division of Corporations

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Florida Department of State  
Division of Corporations  
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## AMENDED AND RESTATED ARTICLES OF ORGANIZATION

For a Domestic Limited Liability Company

Pursuant to the laws of the State of Florida, to wit Chapter 605, Florida Statutes, the undersigned executes the following articles for purposes of amending and restating all articles now existing for the limited liability company described in Article I, below, (the "Company").

### ARTICLE I

The name of the limited liability company is  
**Data Center Specialties, LLC**  
Florida Secretary of State Document Number  
L08000054252

### ARTICLE II

The principal office will be located at  
1083 N. Collier Blvd.  
Suite 314  
Marco Island, Florida 34145

The mailing address is  
1083 N. Collier Blvd.  
Suite 314  
Marco Island, Florida 34145

### ARTICLE III

The initial registered agent is  
**RT Corporate Services LLC**, a Florida  
limited liability company

Service of process may be made on the  
registered agent at  
Islander Center  
2407 Periwinkle Way, Suite 6  
Sanibel, Florida 33957

### ARTICLE IV

The **Company** may engage in any activity  
permitted by the *Florida Revised Limited  
Liability Act*, as well as the other laws of the  
State of Florida, subject always to limitations  
of all other jurisdictions in which the  
**Company** acts when acting within those  
jurisdictions.

### ARTICLE V

This article controls all contradictory  
provisions of the other articles, if any. The  
**Company** may adopt an operating agreement  
that conforms to these articles by unanimous  
consent of the **Company's** members at the  
time of adoption ("Operating Agreement").  
The **Operating Agreement** may not  
contravene any of these articles. Each  
**Operating Agreement** section, subsection or  
paragraph that cannot reasonably be  
construed to conform to these articles is  
stricken as if it had never been adopted into  
the **Operating Agreement** so that the  
**Operating Agreement** does not contravene  
these articles. The **Operating Agreement**  
may address matters these articles do not  
specifically preclude, and the members may  
amend the **Operating Agreement** according  
to the **Operating Agreement's** terms.

No reference in these articles to the  
members' rights to incorporate or provide for  
certain rights, duties, preferences,  
limitations, conditions, elections or other  
clauses in the **Operating Agreement** (by  
phrases like "as otherwise provided in the  
**Operating Agreement**", "as expressed in the  
**Operating Agreement**," or "in accordance  
with the **Operating Agreement**") allows any  
of those clauses to otherwise contravene any  
of these articles or the *Florida Revised Limited  
Liability Company Act* ("Governing  
Documents" refers to the *Florida Revised  
Limited Liability Company Act*, these articles,  
and the **Operating Agreement**, collectively).

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**ARTICLE VI**

Upon the majority vote, or written, affirmative consent, of all of the **Company's** members, the members will appoint at least 1, but no more than 2, corporeal persons to direct the **Company's** activities in accordance with the **Governing Documents** (each a "**Manager**"). The **Company's** members may remove any **Manager** at any time in accordance with the **Governing Documents**. The **Company's** members may be (or may become) **Manager's** (and vice versa). No **Manager** has any rights other than those expressly stated in (or allowed by) the **Governing Documents**, unless a particular **Manager** is also a member or also holds another office related to the **Company**, but those rights or preferences only relate to the **Manager** strictly in those capacities.

**ARTICLE VII**

The **Company's** membership interests may be limited in that all membership interests, including every right in or to the membership interests, may be subject to the **Company's** or the members' rights of first refusal if expressed in the **Governing Documents**.

Pursuant to any offering the **Company** makes, each member will have preemptive rights to purchase membership interests in cash pro rata based on the member's membership interest in proportion to the collective membership interests of all the members prior to the offering, except when admitting new members by unanimous vote.

Members may not separately alienate rights contained within membership interests, except as expressed in the **Operating Agreement**.

The members, by a unanimous vote, may include mandatory cash call provisions in the **Operating Agreement**.

The membership interests will have no other

limitations other than those specifically mandated by the *Florida Revised Limited Liability Company Act* or as expressed in these articles or the **Operating Agreement**.

**ARTICLE VIII**

The members may, by a majority vote, compel the **Company** to make distributions of specified amounts and property, and at specified times.

No member may receive capital contributions, distributions, or any other thing of value in the **Company's** care, custody or control for any reason, whether or not originally belonging to, or in the possession of, that member, except as expressed in these articles or the **Operating Agreement**.

**ARTICLE IX**

The **Company** will exist in perpetuity unless dissolved pursuant to the *Florida Revised Limited Liability Company Act* or as expressed in the **Operating Agreement**.

**ARTICLE X**

The **Company** will clearly stamp all documents evidencing the **Company's** membership interests with legends indicating that the membership interests are issued subject to certain restrictions on transferability as stated in these articles or the **Operating Agreement**, in reliance upon the existence of certain exemptions from federal and state securities laws, and with other rights, limitations, preferences and elections as expressed in these articles or the **Operating Agreement**.

**ARTICLE XI**

The **Company's** members may admit additional members to the **Company** upon the written consent of the members representing a majority of the **Company's** membership interests.

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#### ARTICLE XII

The **Company's** members may amend, supersede or repeal these articles, but only upon the unanimous vote, or written, affirmative consent, of all of the members, except that members may amend, supersede or repeal Article II or Article III upon the majority vote, or written, affirmative consent, of all of the members. The **Company's** managers may not amend, supersede or repeal any of these articles.

#### ARTICLE XIII

Upon filing these articles with the Florida Department of State, Division of Corporations, all articles predating these 13 articles incorporated into this document entitled "Amended and Restated Articles of Organization For a Domestic Limited Liability Company" are repealed and superseded in their entireties and have no further application or effect, except as required under the *Florida Revised Limited Liability Company Act* or these 13 articles.

RHODES TUCKER

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**ACKNOWLEDGMENT**

Except to the extent I have done so in writing and with knowledge, I, the **Company's** authorized representative, executes these articles on this 14<sup>th</sup> day of September 2014 without personally assuming or ratifying any contracts or promises made on the **Company's** behalf by any person or entity prior to this date, if any.

**Data Center Specialties, LLC,**  
a Florida Limited Liability Company,



By: Ralph J. Sieja,  
Its Manager

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RHODES TUCKER

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## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT OF DATA CENTER SPECIALTIES, LLC

The undersigned hereby accepts the appointment as registered agent as designated in the attached articles. The undersigned is familiar with and accepts the obligations mandated by Chapter 605, Florida Statutes, that are associated with the appointment.

**RT Corporate Services LLC,**  
a Florida limited liability company

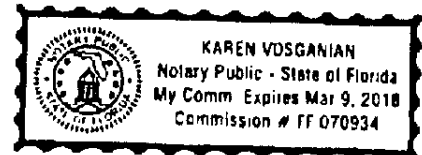
By: Deborah A. Miller  
Deborah A. Miller, its Manager  
24 September 2014

State of Florida     )  
                                  )  
County of Lee        )

I hereby certify that before me, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared Deborah A Miller, Manager of RT Corporate Services LLC, on behalf of RT Corporate Services LLC, and she is known to me to be the person who executed this Acceptance of Appointment as Registered Agent.

Witness my hand and official seal this 24 day of September 2014.

Karen Vosganian  
Notary:



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RHODES TUCKER

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**DATA CENTER SPECIALTIES, LLC**

The initial **Managers** of the limited liability company named above are:

RALPH J. SIEJA

In accordance with the *Florida Revised Limited Liability Company Act*, the limited liability company's articles of organization, and the limited liability company's operating agreement(if any), these initial **Managers** may be removed from office and other persons may be appointed as **Managers**.

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RHODES TUCKER