

Division of Corporations

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Florida Department of State
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COVENANT MARINE, LLC

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
COVENANT MARINE, LLC

The undersigned, as the manager of COVENANT MARINE, LLC, a Florida limited liability company (the "Company"), in accordance with the approval of the member of the Company, hereby adopts the following Amended and Restated Articles of Organization, which amend, restate, and supersede in their entirety the Articles of Organization of the Company that were filed with the Florida Department of State on July 16, 2008 and assigned document number L08000068685 and which includes, among other things, a change of the name of the Company from "Covenant Marine, LLC" to "Watershed Innovations, LLC".

ARTICLE I - Name:

The name of the Company shall be: Watershed Innovations, LLC.

ARTICLE II - Address:

The mailing address and address of the principal office of the limited liability company is: 14700 Aerospace Parkway, Orlando, Florida 32832.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the operating agreement of the Company in effect from time to time (the "Operating Agreement").

ARTICLE IV - Management:

The Company is to be managed by one or more Managers. The Managers shall be elected in the manner described in the Operating Agreement.

ARTICLE V - Admission of Additional Members:

The Company shall admit members only in the manner described in the Operating Agreement.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement, which may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, Fla. Stat.

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be: Jodie Haven MacLean, and the street address of the Company's initial registered office is: 14700 Aerospace Parkway, Orlando, Florida 32832.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company (each, an "Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement, agreement, vote of members or otherwise. Any repeal or amendment of this Article by the members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

[Remainder of Page Intentionally Blank.]

IN WITNESS WHEREOF, the undersigned manager of the Company has executed these Amended and Restated Articles of Organization as of this 30th day of November, 2017.

By: 

William E. Yeargin, as Manager of the Company

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