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## **Business Law Center of the Palm Beaches**

Gardens Professional Center
9121 North Military Trail | Suite 107 | Palm Beach Gardens | Florida 33410
Telephone 561.630.4800 | Facsimile 561.296.4848
BusinessAttorneyPalmBeach.com

Jay E. Eckhaus

jeckhaus@ BusinessAttorneyPalmBeach.com Member: Florida - New York - Ohio Bars

July 28, 2015

State of Florida
Department of State
2661 W. Executive Center Circle
Clifton Bldg.
Tallahassee, FL 32301

Attn: Charter Filing Division

Re: Alexah Holdings LLC

Dear Sir or Madam:

Please find attached the Amended and Restated Articles of Organization for the above referenced domestic limited liability company together with a check for the \$35 filing fee.

Thank you.

Sincerely,

Enclosure:

Amended and Restated Articles of Organization Check # B 155451

## AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF ALEXAH HOLDINGS LLC ("Company")

The Articles of Organization of this Limited Liability Company were filed on July 30, 2008 and assigned Document Number L08000073493 ("Articles").

The aforementioned Articles are hereby amended and restated in their entirety pursuant to Section 605.0202 of the Florida Revised Limited Liability Company Act.

(1) Name. The name of the limited liability company is:

## ALEXAH HOLDINGS LLC

- (2) <u>Indefinite Duration</u>. The Company shall have indefinite existence as provided for in Section 605.0108 (3), Florida Statues.
- (3) <u>Address of Principal Office</u>. The address of the initial principal office of the Company is:

3931 RCA Blvd. Suite 3101 Palm Beach Gardens, FL 33410

- (4) <u>Purpose For Which Company is Organized</u>. Any and all lawful purposes.
- (5) <u>Manager Managed Limited Liability Company</u>. The Company shall at all times be a Manager Managed limited liability company. The Managers' names and addresses are:

Morris Shlamowitz

3931 RCA Blvd.

Suite 3101

Palm Beach Gardens, FL 33410

Joan Berk

3931 RCA Blvd.

Suite 3101

Palm Beach Gardens, FL 33410

(6) <u>Authorized Representative</u>. Pursuant to Section 605.102 (8)(b)(1), Florida Statutes, the name and address of the Authorized Representative of the Company are:

Morris Shlamowitz 3931 RCA Blvd. Suite 3101 Palm Beach Gardens, FL 33410

(7) Operating Agreement / Management of the Company / Limitation of Authority / Asset Management / Licensing / Authority / Officers / Transfer of a Member's Interest, etc. The affairs and management of the Company are managed by a Manager(s) acting pursuant to a certain Operating Agreement ("Operating Agreement"). The Operating Agreement may be amended and/ or restated from time-to-time as specified therein. Such Operating Agreement

governs the operation of the Company, the Company's affairs and interests of the Members, including, but not limited to, the authority, rights, obligations and duties of Members, Authority of the Manager(s) and officers, if any, restrictions on the ability of Members to act on behalf of the Company, a prohibition against a Member pledging or otherwise encumbering such Member's Membership interest in the Company, classes of membership, if any, the transfer of a Member's interest in the Company, the admitting of new Members, and indemnification of Members and other parties.

(8) Officers. The names and addresses of the Officers of the Company are:

President Secretary
Morris Shlamowitz Joan Berk
3931 RCA Blvd. 3931 RCA Blvd.
Suite 3101 Suite 3101
Palm Beach Gardens, FL 33410 Palm Beach Gardens, FL 33410

- (9) <u>Effective Date</u>. The effective date of these Amended and Restated Articles of Organization shall be the date these Amended and Restated Articles of Organization are filed with Secretary of State of the State of Florida.
- (10) Registered Agent. The name and the Florida street address of the registered agent are:

Morris Shlamowitz 3931 RCA Blvd. Suite 3101 Palm Beach Gardens, FL 33410

These Amended and Restated Articles of Organization of ALEXAH HOLDINGS LLC having been approved by all Members of the Company are hereby executed this 30th day of June, 2015 by a Manager of the Company.

Morris M. Shlamowitz, Manager

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating 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, Florida Statutes.

1orris a Siramowitz