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TALLAHASSEE, FLORIDA

B. KOHR

AUG - 3 2009

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 085161 82361A

AUTHORIZATION :

COST LIMIT : \$ 55.00

ORDER DATE : August 3, 2009

ORDER TIME : 12:52 PM

ORDER NO. : 085161-005

CUSTOMER NO: 82361A

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: T & D HIGHWAY SERVICES, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT OF
T & D HIGHWAY SERVICES, LLC

THIS IS TO CERTIFY THAT:

FIRST: This Article amends the Articles of Organization of T & D HIGHWAY SERVICES, LLC.

SECOND: The Articles of Organization were filed with the Florida Department of State on the 1st day of July, 2009.

THIRD: Article I of the Articles of Organization is hereby amended by deleting the existing Article I and replacing it with the following

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be T & D HIGHWAY SERVICES, LLC, and its principal office shall be located at 110 N. E. 56th Court, in the City of Fort Lauderdale, County of Broward, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

The Mailing address of the limited liability company shall be:

T & D HIGHWAY SERVICES, LLC
110 N. E. 56th Court
Fort Lauderdale, Florida 33334

FOURTH: Article II of the Articles of Organization is hereby amended by deleting the existing Article II and replacing it with the following

ARTICLE II. PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature

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ARTICLE III. EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

SIXTH: Article IV of the Articles of Organization is hereby amended by deleting the existing Article IV and replacing it with the following:

ARTICLE IV. MANAGEMENT

This limited liability company shall be managed by a Manager. The name and address of the person who shall serve until the first annual meeting of members or until their successor is elected and qualified is as follows:

DAWN A. PELUSO
110 N. E. 56th Court
Fort Lauderdale, Florida

SEVENTH: The Following Articles shall be appended to the existing Articles and are hereby adopted, all as follows:

ARTICLE V. MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI. CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$100.00 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII. PROFITS AND LOSSES

to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

FIFTH: Article III of the Articles of Organization is hereby amended by deleting the existing Article III and replacing it with the following:

(a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company.

(b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members.

ARTICLE VIII. DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX. OPERATING AGREEMENT

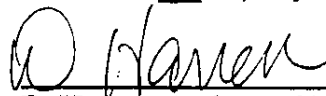
Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members.

ARTICLE X. REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent of the limited liability company is:

Scott Kramer, Esquire
6650 West Indiantown Road
Suite 200
Jupiter, Florida 33458

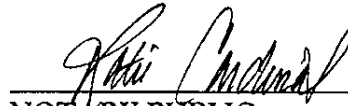
IN WITNESS WHEREOF, these Article of Amendment have been duly executed and are being filed in accordance with Section 608.411 F.S., this 30 day of July, 2009.



D. Harren, Authorized Member

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 30 day of July, 2009, by D. HARREN.



NOTARY PUBLIC

Print Name: _____

My Commission Expires: _____

Personally known to me or has
presented _____ as identification.



KATIE CARDINAL
Commission DD 647446
Expires March 6, 2011
Bonded thru Troy Fain Insurance 800-385-7019

**STATEMENT DESIGNATING
REGISTERED AGENT AND OFFICE**

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

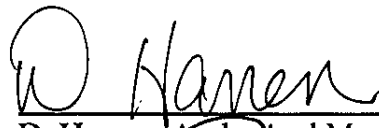
The name of the limited liability company is T & D HIGHWAY SERVICES, LLC.

The name of the registered agent for T & D HIGHWAY SERVICES, LLC. is SCOTT KRAMER, ESQUIRE, and the street address of the company's principal office where the agent is located is

6650 West Indiantown Road
Suite 200
Jupiter, Florida 33458

This statement is to acknowledge that, as indicated above, T & D HIGHWAY SERVICES, LLC has appointed me, SCOTT KRAMER, ESQUIRE], as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 30 day of July, 2009 by:

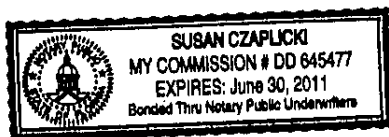


D. Harren, Authorized Member


Scott Kramer, Esquire

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27th day of July, 2009, by SCOTT KRAMER.





NOTARY PUBLIC

Print Name: Susan Czapliski

My Commission Expires: 6/30/2011

Personally known to me or has
presented _____ as identification.