6/22/15



### (((H14000295084 2)))

TO: DIVISION OF CORPORATIONS FAX #: (850) 922-4003

FROM: CONTEGA BUSINESS SERVICES, LLC

ACCT#: I20060000142

CONTACT: CHRISTIAN M COX PHONE: (904) 301-1269

FAX #: (904) 301-1279

NAME: 913 PONTE VEDRA BOULEVARD, LLC AUDIT NUMBER..... H14000295084

DOC TYPE.....LIMITED LIABILITY AMENDMENT

CERT. OF STATUS...0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ENTER SELECTION AND CR:

**FILED** Dec 22, 2014 08:00 AM **Secretary of State** 



December 24, 2014

FLORIDA DEPARTMENT OF STATE

Division of Corporations

913 PONTE VEDRA BOULEVARD LLC ONE INDEPENDENT DRIVE, SUITE 1200 JACKSONVILLE, FL 32202

Re: Document Number L12000144949

The Amended and Restated Articles of Organization for 913 PONTE VEDRA BOULEVARD, LLC which changed its name to 913 PONTE VEDRA BOULEVARD LLC, a Florida limited liability company, were filed on December 23, 2014.

This document was electronically received and filed under FAX audit number H14000295084.

Letter Number: 114A00027253

Should you have any questions concerning this matter, please telephone (850) 245-6051, the Registration Section.

Jenna D Harris Regulatory Specialist II Division of Corporations

P.O BOX 6327 - Tallahassee, Florida 32314

H140002950843

# FILED Dec 22, 2014 08:00 AM Secretary of State

## AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF 913 PONTE VEDRA BOULEVARD, LLC

Pursuant to Section 605.0202 of the Florida Revised Limited Liability Company Act, the Articles of Organization of 913 Ponte Vedra Boulevard, LLC, originally filed on November 15, 2012, are amended and restated in their entirety to read as follows:

#### **ARTICLE I - NAME**

The name of the limited liability company is 913 Ponte Vedra Boulevard LLC (the "Company").

#### **ARTICLE II - ADDRESS**

The street and mailing address of the Company's principal office are:

One Independent Drive, Suite 1200 Jacksonville, Florida 32202

#### ARTICLE III - PURPOSE

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE IV - REGISTERED OFFICE AND AGENT

The Company (i) designates One Independent Drive, Suite 1200, Jacksonville, Florida 32202 as the street address of the Company's registered office, and (ii) names Contega Business Services, LLC as the Company's registered agent at that address.

#### ARTICLE V - MANAGEMENT AND AUTHORITY

The Company shall be a manager-managed company. Pursuant to Section 605.04074, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

#### ARTICLE VI - INDEMNIFICATION

The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a manager, member or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a manager, member or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance reasonable indemnification expenses (including attorneys' fees and costs) for actions taken in the capacity of such person as a manager, member or officer within twenty (20) days after receipt by the Company of (i) a written statement requesting such advance, (ii) evidence of the expenses incurred, and (iii) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

#### H140002950843

The undersigned, for the purpose of amending and restating the Company's Articles of Organization under the laws of the State of Florida, has executed these Amended and Restated Articles of Organization.

#### 913 PONTE VEDRA BOULEVARD LLC

By:

Matthew S. McAfee, Authorized Representative

#### CERTIFICATE OF ADOPTION

The undersigned hereby certifies that the foregoing Amended and Restated Articles of Organization were adopted and approved, and their filing authorized, by unanimous written consent of the Company's managers pursuant to Section 605.04073(5), Florida Statutes, and unanimous written consent of the Company's member pursuant to Section 605.04073(4), Florida Statutes, on December 23, 2014.

913 PONTE VEDRA BOULEVARD LLC

By

Matthew S. McAfee, Authorized Representative

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#### ACCEPTANCE OF REGISTERED AGENT

The undersigned (i) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Amended and Restated Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Dated: December 23, 2014 CONTEGA BUSINESS SERVICES, LLC

Matthew S. McAfee, Executive Vice President