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FEB 08 2017
J. HARRIS

RHGRAPPEL
HEALTH LAW GROUP P.L.

601 21ST STREET – SUITE 300 – VERO BEACH, FLORIDA – 32960
TELEPHONE: 772.778.8885 – E-MAIL: postmaster@rappelhealthlaw.com

February 2, 2017

CERTIFIED MAIL-RETURN RECEIPT REQUESTED

Article Number: 7015 1520 0002 0143 2850

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

**Re: Articles of Amendment and Restatement
MEDIATRIX 360, LLC to CATHERINE ANNE LAMBERT, LLC**

Dear Sir/Madam:

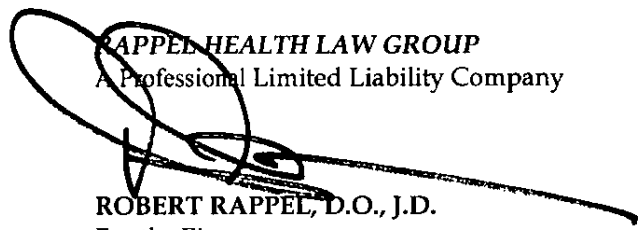
Please find enclosed fully signed Articles of Amendment and Restatement of
MEDIATRIX 360, LLC, and a check in the amount of Twenty-Five and 00/100ths Dollars (\$25.00) for
Filing Fees, and a Certified Copy, which are being submitted in accordance with Section 605.0202, *Florida
Statutes*.

Please return all correspondence concerning this matter to:

Robert Rappel, DO, JD
Rappel Health Law Group, PL
601 21st Street, Suite 300
Vero Beach, Florida 32960
Telephone: 772.778.8885
Electronic Correspondence: dr@rappelhealthlaw.com

Should you have any questions regarding the above, please contact us at your
convenience.

Very truly yours,


RAPPEL HEALTH LAW GROUP
A Professional Limited Liability Company

ROBERT RAPPEL, D.O., J.D.
For the Firm

/dr

Enclosures: as stated

cc: Catherine Anne Lambert, Sole Member

ROBERT RAPPEL, D.O., J.D. *+ | CRAIG M. RAPPEL, ESQ. *§

| *MEMBER FLORIDA AND DC BAR | + BOARD CERTIFIED HEALTH LAW ATTORNEY |

| § MEMBER OF LAW SOCIETY OF ENGLAND & WALES, SRA NO. 492691 |

**ARTICLES OF AMENDMENT AND RESTATEMENT
ARTICLES OF ORGANIZATION
OF
MEDIATRIX 360, LLC**

1. All the provisions of the Articles of Organization and Registered Agent of **MEDIATRIX 360, LLC**, a Florida limited liability company (the "Company"), originally filed with the Secretary of State on February 20, 2013 and amended on April 17, 2016, Charter Number L13000026295, be, and are hereby amended, pursuant to Section 605.0202, *Florida Statutes*.

The undersigned, as Secretary of **MEDIATRIX 360, LLC**, a Florida limited liability company, does hereby certify that the following restatement and amendments to the Articles of Organization of this Company were duly adopted by unanimous written consent of the Members and Managers as authorized by the Florida Revised Limited Liability Company Act on the 13th day of December, 2016.

RESOLVED, that the Articles of Organization of **MEDIATRIX 360, LLC** be amended by a Certificate of Amendment, prepared in accordance with the applicable statutes, and signed by the Secretary of this Company. Said Certificate of Amendment of the Articles of Organization of this Company is amended to read in its entirety as follows:

"The undersigned desiring to amend the Articles of Organization of the Company pursuant to Chapter 605, *Florida Statutes*, hereby states as follows:

ARTICLE I - NAME

The name of the Limited Liability Company ("Company") is

CATHERINE ANNE LAMBERT, L.L.C.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Company is 1600 Bent Oak Lane, Vero Beach, Florida 32963 or such a place as may be designated by the Members.

ARTICLE III - REGISTERED AGENT AND ADDRESS

The name and street address of the registered agent for service of process in the state of Florida for this Company is Catherine Anne Lambert, 1600 Bent Oak Lane, Vero Beach, Florida 32963.

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ARTICLE IV - PURPOSE

The purpose and character of the Company is to provide services as a business strategist and wealth management professional limited liability company to the public that any business strategist/wealth management advisor duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to provide business strategist/wealth management services. Additionally, the Company may acquire, invest in, own, maintain, repair, lease, sell and otherwise use all equipment and other personal property related or incidental thereto, and about this purpose, and other activities related or incidental thereto, including without limitation, the borrowing of funds and the granting of security interests in its property and the purchase, lease, and license of facilities. The Company shall have all powers granted to limited liability companies under Florida Law.

ARTICLE V - DURATION

The Company shall exist upon the date of filing of these Articles of Organization with the Secretary of State, and shall continue perpetually or until dissolution prior thereto pursuant to the provisions hereof and upon filing of Articles of Dissolution with the Secretary of State pursuant to Section 605.0707, *Florida Statutes*.

ARTICLE VI - MANAGEMENT

The Company shall be managed by its members as set forth in the Operating Agreement for the Company; provided, however, that the members may, by regulation or operating agreement, provide for the management of the Company by a non-member manager.

ARTICLE VII - ADDITIONAL MEMBERS

Additional members may be admitted to the Company in the manner provided for in the Operating Agreement.

ARTICLE VIII - DISSOLUTION

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event of dissolution as the members may specify by regulation or operating agreement, which terminates the continued membership of a member in the Company, the Company shall be dissolved unless within thirty (30) days after such event, the remaining members agree in writing to continue the business of the Company.

ARTICLE IX - INDEMNIFICATION

The Company shall, as fully permitted by law, be entitled to indemnify any member for any liability incurred about any action, if such member acted in good faith and in a manner, it reasonably believed to be in furtherance of, or not opposed to, the best interests of the Company. The Company shall indemnify any person who is or was a party, or who is threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that he or she is or was a member, member manager or employee of the Company, or is or was serving

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at the request of the Company as a member, member manager, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the Company, and with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement conviction, or plea of *nolo contendere* or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the Company.

ARTICLE X - LIMITATION OF LIABILITY OF MEMBERS

The personal liability of the member(s) to the Company and other member(s) shall be limited to the maximum extent allowed by Florida law and there shall be no Member who is personally liable for the debts of, or claims against, the Company.

ARTICLE XI - TRANSFERABILITY OF INTEREST

No member of the Company may transfer or assign its interest in the Company without the prior written consent of all the other members. Any attempt to transfer or assign a member's interest, without such a written consent, shall not entitle the transferee to participate in the management of the business and affairs of the Company or to become a member. The transferee shall be only entitled to receive the share of profits or other compensation by way of income and the return of contributions to which the member otherwise would be entitled.

ARTICLE XII - POWER TO AMEND

The power to adopt, alter, amend or repeal the Articles of Organization of the Company shall be vested solely in the members of the Company and shall be by a unanimous vote of approval of the members.

ARTICLE XIII - LIMITED LIABILITY COMPANY REGULATIONS

The power to adopt, alter, amend, or repeal the regulations incorporated in the Operating Agreement of the Company shall be vested in the member(s) of the Company. Regulations adopted by the members may be repealed or altered; the members may adopt new regulations; and the members may prescribe any regulations made by them that such regulations may not be altered, amended, or repealed by the member manager or managers. The regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not inconsistent with law or the Articles of Organization."

2. The number of votes cast for the Amendment by the members was sufficient for approval. These Amended and Restated Articles of Organization shall become effective on the date of filing with the Secretary of State.

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OF
CORPORATION

IN WITNESS, WHEREOF, the Member or authorized representative of a Member in accordance with Section 605.0203, *Florida Statutes*, has caused these Amended and Restated Articles of Organization to be executed this 13th day of December, 2016.

By: _____

Catherine Anne Lambert

This document is executed in accordance with Section 605.0203 (1) (a), *Florida Statutes*.
I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, *Florida Statutes*.

STATE OF FLORIDA)

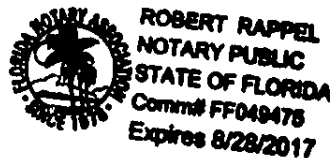
COUNTY OF INDIAN RIVER)

The foregoing instrument was acknowledged before me this 13th day of December, 2016, by Catherine Anne Lambert who is personally known to me and who did not take an oath.

By: _____

Notary Public

Commission Number:



Robert Rappel, DO, JD
Rappel Health Law Group, P.L.
601 21st Street, Suite 300
Vero Beach, Florida 32960
772.778.8885
Florida Bar No. 0015156

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**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the Provisions of Section 605.0113, and Section 605.0114, *Florida Statutes*, the undersigned limited liability company submits the following statement in designating the Registered Office/Registered Agent in the State of Florida.

1. The name of the Limited Liability Company is:

CATHERINE ANNE LAMBERT, L.L.C.

2. The name and address of the registered agent and office is:

Catherine Anne Lambert
1600 Bent Oak Lane
Vero Beach, Florida 32963

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.

By: _____

Catherine Anne Lambert

Dated: December 13, 2016

STATE OF FLORIDA)

COUNTY OF INDIAN RIVER)

The foregoing instrument was acknowledged before me this 13th day of December, 2016, by Catherine Anne Lambert who is personally known to me and who did not take an oath.

By: _____

Notary Public

Commission Number: _____

amended and restated articles of organization name change



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