

# #L13000056911

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English, Sharon L.

Foley & Lardner LLP

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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
HARBOR RETIREMENT SERVICES MANAGEMENT, LLC**

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
HARBOR RETIREMENT SERVICES MANAGEMENT, LLC  
a Florida Limited Liability Company**

Pursuant to the provisions of Chapter 608 of the Florida Statutes, the undersigned has executed and hereby files the following Amended and Restated Articles of Organization for such limited liability company.

The present name of the limited liability company is **HARBOR RETIREMENT SERVICES MANAGEMENT, LLC** (the "Company"); the date of filing of its original Articles of Organization with the Florida Secretary of State was April 17, 2013 and assigned Florida document number L13000056911.

The original Articles of Organization are hereby amended by being deleted in their entirety and restated as follows:

**ARTICLE I. NAME**

The name of the limited liability company is: **HARBOR RETIREMENT MANAGEMENT, LLC** (the "Company").

**ARTICLE II. ADDRESS**

The mailing address and street address of the principal office of the Company is 1440 Highway A1A, Vero Beach, Florida 32963.

**ARTICLE III. DURATION**

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company or by the written consent of the members of the Company.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company is F & L Corp., One Independent Drive, Suite 1300, Jacksonville, FL 32202-5017.

**ARTICLE V. MANAGEMENT**

The Company shall be a manager-managed company. The manager or managers shall be appointed in accordance with the terms of the Company's Operating Agreement.

#### ARTICLE VI. OPERATING AGREEMENT

The power to adopt the Operating Agreement of the Company shall be vested in the members of the Company. The power to alter, amend, or repeal the Operating Agreement of the Company shall be exercised by the members of the Company according to the terms thereof.

Dated this 26 day of July, 2013.

A handwritten signature in dark ink, appearing to read "Timothy S. Smick", is written over a horizontal line.

Timothy S. Smick, Manager

**ACCEPTANCE OF APPOINTMENT**  
**BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article IV of the foregoing Articles of Organization for HARBOR RETIREMENT MANAGEMENT, LLC as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 608.415, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as registered agent of the limited liability company.

DATED, this 26 day of July, 2013.

REGISTERED AGENT:

F&L CORP.

By:   
Michael A. Okaty, Authorized Signatory