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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 22 2014

T. BROWN

COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: **ADA Twenty-Four Hours Plus, LLC**

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Richard m. Klitenick, Esq.

Name of Person

Richard M. Klitenick, P.A.

Firm/Company

1009 Simonton Street

Address

Key West, FL 33040

City/State and Zip Code

richard@rmkpa.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Richard M. Klitenick, Esq. at **(305) 292-4101**

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



March 25, 2014

Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: ADA Twenty-Four Hours Plus, LLC
 Document Number L14000001119

To Whom It May Concern:

Enclosed herein please find the ORIGINAL Amended and Restated Articles of Organization for the above-referenced LLC, along with a check in the amount of *TWENTY-FIVE & 00/100^{ths} DOLLARS (\$25.00)* to cover filing fees.

Sincerely,

Martyna Protosaltis, Assistant to
Richard M. Klitenick
/mp
Enclosure as stated

c: client (w/encs.)



April 15, 2014

Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: ADA TWENTY FOUR PLUS, LLC

To Whom It May Concern:

In regards to the above-referenced LLC, enclosed herein please find the corrected ORIGINAL Articles of Organization.

Sincerely,

Martyna Protopsaltis Assistant to
Richard M. Klitenick

/mp

Enclosure as stated

c: client (w/encs.)



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 1, 2014

RICHARD M. KLITENICK, P.A.
1009 SIMONTON STREET
KEY WEST, FL 33040

SUBJECT: ADA TWENTY FOUR HOURS PLUS LLC
Ref. Number: L14000001119

We have received your document for ADA TWENTY FOUR HOURS PLUS LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Teresa Brown
Regulatory Specialist II

Letter Number: 814A00006941

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION

OF

ADA TWENTY-FOUR HOURS PLUS, LLC

Having previously formed and created a limited liability company pursuant to Chapter 605 and Fla. Statutes §605.0201 of the laws of the State of Florida, I do hereby execute and adopt these Amended and Restated Articles of Organization to be filed with the Florida Department of State and do hereby state and certify the following, pursuant to §605.0202, Florida Statutes:

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

In accordance with Fla. Stat. §605.0112, the limited liability company's name shall be:

"ADA TWENTY-FOUR HOURS PLUS, LLC"

ARTICLE II - PERIOD OF DURATION OF LIMITED LIABILITY COMPANY

This limited liability company shall have a duration of ninety-nine (99) years from the effective date of these Articles of Organization. This limited liability company's existence began at the date and time when the original Electronic Articles of Organization were filed with the Florida Department of State, all in accordance with Fla. Stat. §605.0108;

ARTICLE III - LOCATION OF PRINCIPAL OFFICE

The mailing and street address of this limited liability company's principal office is as follows:

Street Address:

1009 Simonton Street
Key West, FL 33040

Mailing Address:

1009 Simonton Street
Key West, FL 33040

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of this limited liability company's initial registered agent address in the State of Florida is: *1009 Simonton Street, Key West, Florida 33040*. The name of the registered agent at such registered office is:

RICHARD M. KLITENICK, ESQ.

FILED
14 APR 21 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - ADMISSION OF NEW MEMBERS

Members may admit additional new Members in compliance with the terms and conditions of this article. A new Member may be admitted into this limited liability company only if (i) such new Member acquires ownership units in this limited liability company, (ii) any first refusal rights or other restrictions on ownership unit transferability granted under any operating agreement then in effect governing this limited liability company are complied with, (iii) such new Member agrees to comply with any operating agreement then in effect governing this limited liability company and (iv) such new Member executes such instruments as the other Members determine are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted as a new Member to be bound by all the covenants, terms and conditions of these Articles of Organization and any operating agreement then governing this limited liability company then in effect. Said new Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount commensurate with the formula prescribed in Article VIII hereof.

ARTICLE VI - CONTINUATION OF BUSINESS

The remaining Members of this limited liability company are specifically given the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of an event which terminates the continued membership of a Member in this limited liability company; it being the intent of the Members hereunder that the existence of this limited liability company be for the term of years set forth in Article II hereof.

ARTICLE VII - COMPOSITION OF MANAGEMENT

This limited liability company shall be managed by one (1) Manager, RICHARD M. KLITENICK, during his lifetime and no other persons or individuals shall have the right to manage this Limited Liability Company unless RICHARD M. KLITENICK, or his survivor, resigns, dies, voluntarily retires or consents in writing to a successor Manager. Accordingly, this Limited Liability Company is to be a Manager-managed company as set forth in Fla. Stat. §605.0407 and shall be so managed by RICHARD M. KLITENICK until he resigns, dies, or retires, or consents to a Successor Manager. Upon the resignation, death, or retirement, or written consent to a successor Manager of RICHARD M. KLITENICK, whichever first occurs, in such event, a successor Manager shall be selected (i) in accordance with any then adopted Operating Agreement governing this Limited Liability Company or (ii) if no such operating agreement has been so adopted, by majority percentage vote of Members holding a

majority of Units in this Limited Liability Company.

In accordance with the foregoing, the names and address of the Manager of this Limited Liability Company is:

Name of Manager

RICHARD M. KLITENICK

Address

1009 Simonton Street
Key West, FL 33040

Notwithstanding anything to the contrary contained in Fla. Stat. §605.0407 (or successor section) the Manager shall have sole discretion in making decisions to make distributions to members from this Limited Liability Company. Furthermore, since this limited liability company is to be a Manager-managed company, the Manager shall have all of the rights afforded under Fla. Stat. § 605.0407(3) (or successor statute); and the rights afforded the Manager hereunder shall not be abridged by any subsequent amendments to this limited liability company's Operating Agreement.

ARTICLE VIII - OWNERSHIP UNITS

The maximum number of ownership units that this limited liability company is authorized to have outstanding is One Thousand (1,000) units, all of which shall be identical units. This limited liability company is not obligated to issue all of its authorized outstanding units but rather may issue to initial Members a portion of its authorized ownership units and reserve a portion of such ownership units for future authorization to future Members, if any. Each of such ownership units shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one is the numerator and the total number of units outstanding is the denominator. Each Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company (to the extent distribution is authorized) in an amount equal to that ratio in which the number of units held by that Member is the numerator and the total number of units outstanding is the denominator.

ARTICLE IX - PURPOSE OF LIMITED LIABILITY COMPANY

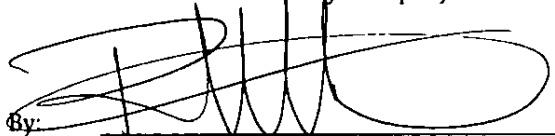
The purpose for which this limited liability company is formed is to engage in any lawful acts or other activities for which limited liability companies may be formed under Chapter 605 of the Florida Statutes. Additionally, this limited liability company may engage in professional transportation services and/or businesses, other investments and other financial ventures, and any and all other lawful businesses.

ARTICLE X - OPERATING AGREEMENT

Upon the majority consent of all members hereto, this limited liability company may adopt an 'Operating Agreement' which shall govern the operations of this limited liability company, shall prescribe the method for electing the manager and designating successors and shall, if the Members so elect, grant first refusal rights or other restrictions on ownership unit transferability and govern legal arrangements among Members. Nothing in these Articles of Organization shall compel the Members to adopt such an Operating Agreement unless they deem same desirable.

IN WITNESS WHEREOF, the undersigned Member of this limited liability company has executed these Amended and Restated Articles of Organization on this 14 day of April, 2014.

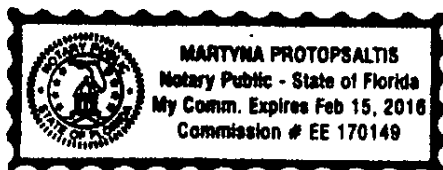
ADA TWENTY-FOUR HOURS PLUS, LLC,
a Florida Limited Liability Company


By: 
Richard M. Klitenick, Member

STATE OF FLORIDA
COUNTY OF MONROE

BEFORE ME, an officer duly qualified to take acknowledgments, personally appeared RICHARD M. KLITENICK, the signor who appeared before me at the time of this notarization, and is personally known to me or has produced N/A as identification and is known to be the person described in and who executed the foregoing instrument and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal on this 14 day of April, 2014.




Notary Public-State of Florida

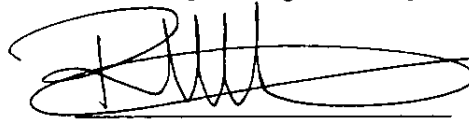
MARTYNA PROTOPSALTIS
Printed Name of Notary Public
Notary Public, State of Florida
EE 170149
Serial Number of Commission

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

In compliance with Sections 605.0113 and 48.061, Florida Statutes, the following is submitted:

That **ADA TWENTY-FOUR HOURS PLUS, LLC**, desiring to organize or qualify under the laws of the State of Florida as a limited liability company with its principal place of business in the City of Key West, County of Monroe, State of Florida, has named **RICHARD M. KLITENICK, ESQ.**, as its agent to accept service of process.

Signature:



RICHARD M. KLITENICK

Title:

Member & Manager

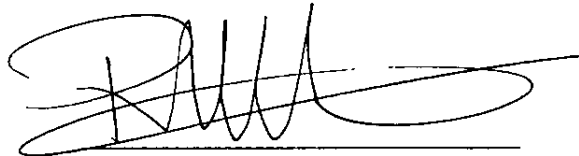
Date:

April 14, 2014

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 605 of the Florida Statutes, the undersigned does hereby accept this appointment as Registered Agent on whom process may be served within the State of Florida for the limited liability company named in the foregoing Amended and Restated Articles of Organization and by affixing such Registered Agent's signature below states that he is familiar with, and accepts the obligations of that position.

REGISTERED AGENT:



RICHARD M. KLITENICK, ESQ.

April 14, 2014