

04/25/2016

08:31 AM

FAS:041825486

P.001/003

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H16000101486 3)))



H160001014863ABC.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
 Fax Number : (850)617-6383

From:

Account Name : UPCHURCH, BAILEY & UPCHURCH, P.A.
 Account Number : 075350000207
 Phone : (904)829-9066
 Fax Number : (904)825-4862

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: dwallis@ubulaw.com

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
MOGO, LLC

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$30.00

APR 26 2016

S. YOUNG

RECEIVED

2016 APR 25 AM 9:56

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 16 APR 25 PM 2:53

H160001014863

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
MOGO, LLC**

These Amended and Restated Articles of Organization are duly executed and are being filed in accordance with Sections 605.0202 and 605.0201, Florida Statutes.

RECITALS

In accordance with Section 605.0201 of the Revised Limited Liability Company Act, Chapter 605, Florida Statutes (the "Revised Act"), the original Articles of Organization of MOGO, LLC (the "Company") were submitted to, and filed with, the Florida Department of State on August 11, 2014.

The following Amended and Restated Articles of Organization are being submitted and filed with, the Florida Department of State in accordance with Section 605.0202(4) of the Revised Act:

ARTICLE I - NAME

In accordance with Sections 605.0202(2)(a) and 605.0202(3)(a) of the Revised Act, the name of the Company is and always has been MOGO, LLC.

ARTICLE II - ADDRESS

In accordance with Section 605.0201(2)(b) of the Revised Act, the street address and mailing address of the principal office of the Company is 128 Old Ponte Vedra Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE III - REGISTERED OFFICE AND AGENT

In accordance with Section 605.0201(2)(c) of the Revised Act, the name and Florida street address of the registered agent is:

Donald W. Wallis, Esq.
780 North Ponce de Leon Blvd.
St. Augustine, Florida 32084

In accordance with Sections 605.0113(2) and 605.0201(2)(c) of the Revised Act, the above named registered agent submits the following written acceptance:

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

H160001014863

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
16 APR 25 PM 2:53

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: April 25, 2016Registered Agent Signature: Donald W Wallis

ARTICLE IV - MANAGEMENT OF THE COMPANY

In accordance with Sections 605.0407(1)(a)(2) and 605.0201(3)(a) of the Revised Act, the Company is to be managed by one or more managers and is, therefore, a manager-managed company. Only the managers shall have authority to manage the Company and make any contracts, enter into any transactions, and make and obtain any commitments on behalf of the Company to conduct or further the Company's business. Therefore, except as authorized by the managers, no member shall be an agent of the Company or have the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company.

ARTICLE V - APPOINTMENT OF MANAGERS

In accordance with Sections 605.04072(1) and 605.0201(3)(b) of the Revised Act, the names and addresses of the managers of the Company are:

Jeanne M. Cason
Post Office Box 860
Ponte Vedra Beach, Florida 32004

Catherine J. Cason
Post Office Box 860
Ponte Vedra Beach, Florida 32004

ARTICLE VI - LIMITED LIABILITY

In accordance with Sections 605.0304 and 605.0201(3)(e) of the Revised Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, and in accordance with Sections 605.0202(4) and 605.0201(4) of the Revised Act, the undersigned has executed these Amended and Restated Articles of Organization this 25 day of April, 2016, and affirms that the Company has at least one member. In accordance with Section 605.0205(3) of the Revised Act, the undersigned affirms under penalty of perjury that the information stated herein is accurate.

Signature of member: Jeanne M Cason

Jeanne M. Cason

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
16 APR 25 PM 2:53