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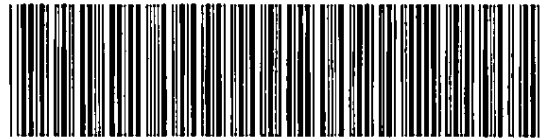
(Business Entity Name)

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MAY 23 2019

## COVER LETTER

**TO: Registration Section  
Division of Corporations**

**SUBJECT: JACAVADE TILE, 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:

W. Alan Winter, Esquire, Registered Agent

\_\_\_\_\_  
Name of Person

c/o The Winter Law Firm

\_\_\_\_\_  
Firm/Company

310 Third Street

\_\_\_\_\_  
Address

Neptune Beach, Florida, 32266

\_\_\_\_\_  
City/State and Zip Code

awinter@winterlawfirm.com

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

For further information concerning this matter, please call:

W. Alan Winter, Esquire

904 242-0222

at ( )

\_\_\_\_\_  
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

**RESTATEMENT OF ARTICLES OF ORGANIZATION  
OF  
JACAVADE TILE, LLC**

The undersigned person(s), acting as incorporator of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation for Jacavade Tile, LLC, restating and amending the articles of organization originally filed on **December 22, 2014**:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is **Jacavade Tile, LLC**.

**ARTICLE II  
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is: **12799 Bentwater Drive, Jacksonville, Florida, 32246**.

**ARTICLE III  
SHARES**

The total number of shares which this corporation shall have authority to issue is 100 shares of no par value stock. The Manager has the sole and exclusive right to award shares to any authorized member or to rescind distribution of shares to any authorized member at any time for any legitimate purpose.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent as such address is:

W. Alan Winter, Esquire  
c/o The Winter Law Firm  
310 Third Street  
Duval County  
Neptune Beach, Florida 32266

**ARTICLE V  
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state, and specifically all matters dealing with tile installation and applications, home improvements, and related services.

## **ARTICLE VI DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

**Curtiss J. Vaughn, Manager  
12799 Bentwater Drive  
Jacksonville, Florida 32246**

**Number of shares: 90**

**James A. Jackson, Authorized Member  
14314 Coral Reef Drive South  
Jacksonville, Florida, 32224**

**Number of shares: 10**

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

## **ARTICLE VII LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit. Any director or officer who is involved in litigation or other proceedings by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## **ARTICLE VIII OTHER PROVISIONS**

*Preemptive Rights.* The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

*Director or Officer Interest.* In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

*Stock Transfer Restriction.* No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to

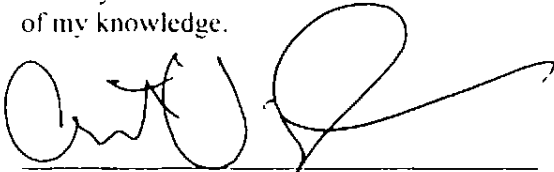
purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged, and which affect an interest in real estate shall be executed by the Manager. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the Manager. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agents (s) that are specifically designated by the resolution of the board of directors.

### Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

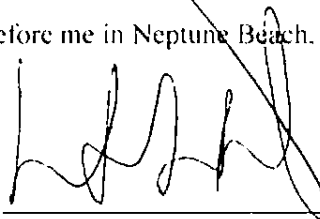


**Curtiss J. Vaughn, Incorporator**

Jacavade Tile, LLC  
12799 Bentwater Drive  
Jacksonville, Florida 32246

**State of Florida**  
**County of Duval**

Subscribed and sworn to (or affirmed) before me in Neptune Beach, Duval County, Florida on this 30<sup>th</sup> day of April, 2019.



Notary Public – State of Florida

My Commission Expires:

