

L15000068932

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ WAIT

☐ MAIL

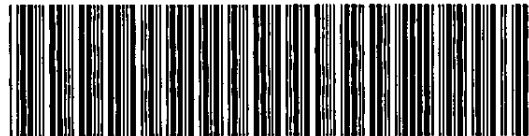
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2015 DEC 30 AM 11:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 05 2015
J. HARRIS

WALTERS
LEVINE
KLINGENSMITH
& THOMISON
ATTORNEYS AT LAW
CHICAGO • SARASOTA • TAMPA

EDWARD J. BROWN

ebrown@walterslevine.com
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601 BAYSHORE BOULEVARD
SUITE 720
TAMPA, FLORIDA 33606
(813) 254-7474
(813) 254-7341 FAX

December 29, 2014

Florida Department of State
ATTENTION: JENNA
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Amended & Restated Articles of Organization of Senior Bistro, LLC

Dear Sir or Madam:

Please find enclosed the Amended & Restated Articles of Organization of Senior Bistro, LLC. It is my understanding for our telephone conversations that you have our check no.: 3520 in the amount of \$35.00 for the recording of same. Please issue a refund of \$10.00 to our firm as we only wish to have these recorded and not any certification.

Should you have any questions or comments regarding this matter, please feel free to contact me.

Very truly yours,

WALTERS, LEVINE,
KLINGENSMITH & THOMISON, P.A.



Edward J. Brown

EJB/jad
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 29, 2015

WALTERS LEVINE
ATTN: JENNIFER
601 BAYSHORE BLVD, SUITE 720
TAMPA, FL 33606

SUBJECT: SENIOR BISTRO, LLC
Ref. Number: L15000068932

FILED
2015 DEC 30 AM 11:17
TALLAHASSEE, FLORIDA

We have received your document for SENIOR BISTRO, LLC and your check(s) totaling \$35.00. 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.

The effective date must be specific and cannot be prior to the date of filing.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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.

Jenna D Harris
Regulatory Specialist II

Letter Number: 015A00026941

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
SENIOR BISTRO, LLC**

Pursuant to Section 605.0202, Florida Statutes, the Articles of Organization of SENIOR BISTRO, LLC, originally filed on April 20, 2015, and amended April 27, 2015, are amended and restated in their entirety to read as follows

ARTICLE I - NAME

The name of the limited liability company is Senior Bistro, LLC. (the "Company").

ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Company are:

12007 Marldon Lane
Jacksonville, Florida 32258

ARTICLE III - PURPOSE

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Company will exist in perpetually originally commencing on April 20, 2015. These Amended and Restated Articles of Organization shall be effective as of the date of the filing, unless the filing of these Amended and Restated Articles of Organization occurs more than five (5) business days thereafter, in which event such existences commences on the date of filing of these Amended and Restated Articles of Organization with the Secretary of State of the State of Florida.

ARTICLE V - CONTINUATION OF LIMITED LIABILITY COMPANY

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall continue without dissolution. At any time there are no members, the Company shall not be dissolved and shall not be required to be wound up if within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative or other legal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

ARTICLE VI – REGISTERED OFFICE AND AGENT

The Company hereby (i) designates 50 North Laura Street, Suite 2501, Jacksonville, Florida 32202 as the street address of the Company's registered office, and (ii) names Walters Levine Klingensmith & Thomison, P.A., Attn.: Edward J. Brown, Esquire, as the Company's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII – MANAGEMENT AND AUTHORITY

The Company shall be a manager-managed company. Pursuant to Section 605.04074, Florida Statutes, no Member of the Company shall be an agent of the Company solely by virtue of being a member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member. The current Managers of the Company are as follows:

**CHRISTOPHER L. MERRITT
JANE C. MERRITT**

IN WITNESS THEREOF, the undersigned has hereunto set its hand and seal this __ day of December 2015.

SENIOR BISTRO, LLC


CHRISTOPHER L. MERRITT, MANAGER

CERTIFICATE OF ADOPTION

The undersigned hereby certifies that the foregoing Amended and Restated Articles of Organization were adopted and approved, and their filing authorized, by the unanimous written consent of the Company's Managers pursuant to Section 605.04073, Florida Statutes, and by the written consent of the Company's Members pursuant to Section 605.04073.

SENIOR BISTRO, LLC


CHRISTOPHER L. MERRITT, MANAGER

2015 DEC 30 AM 11:18
CLERK OF COURT
JACKSONVILLE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned (i) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with, and accepts the obligations of such position.

**WALTERS LEVINE
KLINGENSMITH & THOMISON, P.A.**



EDWARD J. BROWN, ESQUIRE

FILED
2015 DEC 30 AM 11:18
TALLAHASSEE FLORIDA