

L16000030733

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ATTORNEY KEVIN DOWNEY, P.A.

2631 N.W. 41st STREET, SUITE B-2
GAINESVILLE, FLORIDA 32606

(352) 373 - 4554
Fax: (352) 338-1229
kidowney@bellsouth.net

July 15, 2016

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida, 32301

Re: Filing Restated and Amended Articles of Organization for
Twinlife Holdings, LLC

Gentlemen:

I am enclosing herewith the original signed Restated and Amended Articles of Organization for Twinlife Holdings, LLC (document number L16000030733), together with a copy of the authorizing resolutions signed by the Organizer and sole member.

In addition, a check in the sum of \$25.00 is enclosed which represents the appropriate filing fee.

Please file the enclosed Restated and Amended Articles of Organization, or otherwise contact my office with any questions on this request.

Your prompt attention to this matter is appreciated.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'K. Downey', with a stylized flourish at the end.

Kevin I. Downey

Enclosures:

RESTATED AND AMENDED
ARTICLES OF ORGANIZATION

OF

Twinlife Holdings, LLC

The undersigned person, acting hereby as Organizer for the purpose of forming a limited liability company under the Florida Statutes, Chapter 605, hereby executes the following Restated and Amended Articles of Organization:

I NAME. The name of the limited liability company shall be: **Twinlife Holdings, LLC** ("Company").

II ADDRESS. The address of the principal office of the Company shall be 9326 SW 53rd Lane, Gainesville, FL 32608.

III DURATION. The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is dissolved as provided in these Articles of Organization.

IV REGISTERED OFFICE AND AGENT. The name of the registered agent of the Company in the State of Florida is Katherine B. Walsh and the street address of the registered office of the Company is 9326 SW 53rd Lane, Gainesville, FL 32608.

V CAPITAL CONTRIBUTIONS. The members of the Company shall contribute to the capital of the Company in cash or property. Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

VI ADMISSION OF NEW MEMBERS. No additional members shall be admitted to the Company without the written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company, other than the member proposing to dispose of his or her interest, approves of the proposed transfer by written consent.

VII TERMINATION OF EXISTENCE. The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company. However, the business of the Company may be continued by the consent of all the remaining members.

VIII MANAGEMENT. The Company shall be manager managed in accordance with regulations or Operating Agent adopted by the members for the management of the business and affairs of the Company. The regulations may contain any provisions for the regulation and

management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IX. INITIAL MANAGER. The name and address of the initial manager of the company are: Katherine B. Walsh, 9326 SW 53rd Lane, Gainesville, FL 32608.

IN WITNESS WHEREOF, the undersigned organizer has executed these Restated and Amended Articles of Organization on this 13th day of July, 2016.

Katherine B Walsh
Katherine B. Walsh, Organizer

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 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: July 13, 2016.

Katherine B Walsh
Katherine B. Walsh, Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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**Resolutions Of The Members
Of
Twinlife Holdings, LLC**

The undersigned person, being the sole Member of **Twinlife Holdings, LLC**, a Florida limited liability company located in Alachua County Florida, ("Corporation") hereby adopt the following resolutions regarding the Company, effective July 15, 2016.

RESOLVED:

1. That the Restated and Amended Articles of Incorporation effective July 15, 2016 shall be properly filed with the Florida Department of State to add and identify Katherine B. Walsh as the initial manager of the Company.
2. That all other actions since the last entry in the corporate minute book are ratified and confirmed.

Manager

By: Katherine B Walsh
Katherine B. Walsh

Member

Katherine B Walsh
Katherine B. Walsh

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