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03-14-16
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MARK E. HAGER

Attorney & Counselor at Law, LC

Member Florida
& Pennsylvania Bars

February 29, 2016

Dept. of State
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327

Re: Second Chance Investors, LLC


Dear Sir or Madame:

Enclosed please find the original Articles of Organization for the above referenced limited liability company, along with a copy of the same and this firm's check for \$125.00 for filing costs in filing the enclosed articles.

Upon completion of your filing of the Articles of Organization, kindly return a time stamped copy of the filed articles in the enclosed self-addressed, stamped envelope.

If you should have any questions, please contact my office. Thank-you for your assistance regarding this matter.

Sincerely,



Mark E. Hager

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Enclosures 4

**ARTICLES OF ORGANIZATION
OF
SECOND ACT INVESTORS, LLC**

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TALLAHASSEE, FLORIDA

The undersigned certifies that she has organized for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **SECOND ACT INVESTORS, LLC**, and its principal office and mailing address shall be 11987 Wexford Blvd., Spring Hill, FL 34609, but it shall have the power and authority to establish branch offices at any other place or places as the member(s) may designate.

**ARTICLE II
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation,

of service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III MANAGEMENT-CONTROL-EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed and controlled under the direction of, the member(s) of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company. The name and address of each such person authorized to manage and control the Limited Liability Company is: **PATRICIA A. ZELL, 11987 Wexford Blvd., Spring Hill, FL 34609.** AMBR (Authorized Member).

ARTICLE IV MEMBERS

The name(s) and address(es) of the person(s) who shall serve as the initial member(s) are as follows:

PATRICIA A. ZELL, 11987 Wexford Blvd., Spring Hill, FL 34609.

ARTICLE V MEMBERSHIP RESTRICTIONS

Member(s) shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with the written consent of all of the members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the

occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by the initial single member. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

ARTICLE VII PROFITS AND LOSSES

- (a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being the date these articles are filed.
- (b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII EFFECTIVE DATE - DURATION

The effective date of these Articles of Organization shall be the date of filing of these Articles. The limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 11987 Wexford Blvd., Spring Hill, FL 34609, and the name of the company's initial registered agent at that address is **PATRICIA A. ZELL**.

The undersigned, being the members of the limited liability company, certify under that this instrument constitutes the proposed Articles of Organization of **SECOND ACT INVESTORS, LLC**.

This document is executed in accordance with section 605.0203(1)(b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155 F.S.

Executed by the undersigned at Spring Hill, Florida, ~~January~~ ^{February} 29, 2016.

Patricia A. Zell
PATRICIA A. ZELL, Member

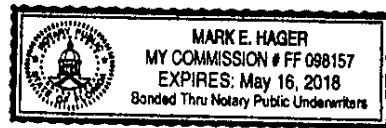
STATE OF FLORIDA

COUNTY OF HERNANDO

The foregoing instrument was acknowledged before me this 29 day of ~~January~~ ^{February}, 2016, by PATRICIA A. ZELL, in her individual capacity as Member, who is personally known to me or who has produced FL DR LIC as identification, and who did not take an oath.

[Signature]

NOTARY PUBLIC



ACCEPTANCE OF REGISTERED AGENT

Having been named registered agent to accept service of process for **SECOND ACT INVESTORS, LLC**, the above stated limited liability company, at the place designated in the Articles of Organization, I, **PATRICIA A. ZELL**, 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 as provided for in Chapter 605, F.S., on this 29 day of ~~January~~ *February*, 2016.

Patricia A. Zell
PATRICIA A. ZELL, Registered Agent

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