

# L16000081452

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2017-08-21 16:03:56 (GMT)

13055138605 From: Eli Panell

8/21/2017

Division of Corporations

## Florida Department of State Division of Corporations Electronic Filing Cover Sheet

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### LLC AMND/RESTATE/CORRECT OR M/MG RESIGN WERMUTH PANELL & ORTIZ, LLC

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**COVER LETTER****TO:** Registration Section  
Division of Corporations**SUBJECT:** WERMUTH PANELL & ORTIZ, 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:

ELI PANELL, ESQ., CPA, CFP(r), LL.M.

Name of Person

WERMUTH PANELL &amp; ORTIZ, LLC

Firm/Company

8750 NW 36th STREET, SUITE 425

Address

DORAL, FL 33178

City/State and Zip Code

eli@panell-law.com

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

For further information concerning this matter, please call:

ELI PANELL, ESQ., CPA, CFP(r), LL.M.

at (305)

513-8606

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 &  
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(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

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION OF  
WERMUTH PANELL & ORTIZ, PLLC**

The undersigned, being the authorized representative of a member of Wermuth Panell & Ortiz, PLLC, hereby files these duly executed Amended and Restated Articles of Organization of Wermuth Panell & Ortiz, PLLC, pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, and the Professional Service Corporation and Limited Liability Act, Chapter 621, Florida Statutes, as follows:

**FIRST:** The present name of the limited liability company is Wermuth Panell & Ortiz, LLC.

**SECOND:** The Articles of Organization were filed on April 26, 2016, and assigned Florida document number L16000081452.

**THIRD:** The Articles of Organization are amended in their entirety to read as follows:

**ARTICLE I. NAME**

The name of this limited liability company (the "Company") is: Wermuth Panell & Ortiz, PLLC.

**ARTICLE II. PRINCIPAL OFFICE**

The street and mailing address of the principal office of the Company is: 8750 NW 36 Street, Suite 425, Doral, Florida 33178.

**ARTICLE III. REGISTERED OFFICE AND REGISTERED AGENT**

The name and street address of the registered office and registered agent of the Company for service of process in the state are: CorpWiz Registered Agents, Inc., 8750 N.W. 36 Street, Suite 425, Miami, Florida 33178.

**ARTICLE IV. PURPOSE**

The purpose of the Company is to engage in the practice of law and, to the extent permitted under applicable law, engage in any other activity for which a professional limited liability company engaged in the practice of law may be permitted to conduct or promote. This Company shall have all of the powers vested in a professional limited liability company organized and existing pursuant to the laws of the State of Florida.

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**ARTICLE V. DURATION**

This Company shall commence existence on the date these Articles of Organization are filed, and, unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

**ARTICLE VI. CONTINUITY OF BUSINESS**

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

**ARTICLE VII. MANAGEMENT**

This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The initial managers shall be J. Michael Wermuth, Eli Panell, Roberto Ortiz, and Astrid Wermuth.

**ARTICLE VIII. INCORPORATION OF CHAPTER 621, FLORIDA STATUTES**

This Company is intended to be a Professional Limited Liability Company within the meaning of the Act, and accordingly, the Company, its Members, Managers, and Officers shall be subject to all of the Sections of the Act concerning the formation of the Company, the conduct of its business, and all the liabilities, rights, privileges and immunities of the Company, its Members, Managers, and Officers, as stated in the Act.

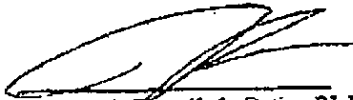
**ARTICLE IX. ADOPTION OF OPERATING AGREEMENT AND AMENDMENT**

The Members of the Company reserve the right to amend and to repeal any or all provisions contained in these Articles of Organization, or any amendment hereto. The Members and the Company shall adopt an Operating Agreement for the Company, which may contain any provisions for the regulation and management of the business and affairs of the Company not inconsistent with these Articles of Organization or the Act.

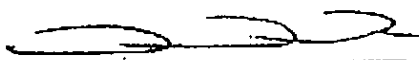
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**IN WITNESS WHEREOF**, the undersigned authorized representative of the Company has executed these Amended and Restated Articles of Organization on August 17, 2017.

  
Wermuth Panell & Ortiz, PLLC  
Authorized Representative

*Having been named as registered agent to accept service of process for the above stated company at the place designated in this certificate, I am familiar with and 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.*

  
CorpWiz Registered Agents, Inc.  
By: Astrid Wermuth,  
Authorized Representative

8/18/17  
Date

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