

L17000007299

From: GFI FaxMaker

To: (850)617-6383,29075

Page: 2/8

Date: 1/26/2017 10:11:22 AM

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H17000023872 3)))



H170000238723ABC/

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:  
Division of Corporations  
Fax Number : (850)617-6383

From:  
Account Name : MARKS GRAY, P.A.  
Account Number : 120C40000191  
Phone : (904)398-0900  
Fax Number : (904)399-8440

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
1500 CALMING WATER, LLC

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$25.00

RECEIVED

2017 JAN 26 AM 10:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 25 P 1:40

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

**S Warren**

**JAN 27 2017**

(((H17000023872 3)))

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
1500 CALMING WATER, LLC.**

**DOCUMENT NUMBER L17000007299**

**Originally Filed 01/09/2017**  
**Effective as of 01/01/2017**

Pursuant to the provisions on section 605.0202, Florida Statutes, this Florida profit limited liability company adopts the following Amended and Restated Articles of Organization:

**ARTICLE I**

The name of the limited liability company is 1500 CALMING WATER, LLC.

**ARTICLE II**

The mailing address of the limited liability company shall be P.O. Box 8516, Fleming Island, FL 32006, and its street address is 3146 Nautilus Road, Middleburg, FL 32068.

**ARTICLE III**

The business purpose of the limited liability company is to engage in any lawful act or activity which may be carried on by limited liability companies in the State of Florida and, in connection therewith, the limited liability company shall have and may use, exercise and enjoy, all the powers of limited liability companies conferred by the limited liability company laws of the State of Florida.

**ARTICLE IV**

The address of the initial registered office of this limited liability company in Florida shall be 1200 Riverplace Blvd., Suite 800, Jacksonville, Florida 32207, and its initial registered agent at that address shall be John R. Crawford. The Board of Managers may, from time to time, change the registered office and registered agent of the limited liability company upon notification to the proper authorities.

(((H17000023872 3)))

((H17000023872 3)))

ARTICLE V

The limited liability company shall have perpetual existence.

ARTICLE VI

The limited liability company shall be managed by a Board of Managers, who shall be elected or designated by the members in accordance with the operating agreement governing the limited liability company. The number of the Managers of this limited liability company shall be not less than one (1) nor more than five (5), as fixed from time to time by the provisions of the operating agreement.

ARTICLE VII

The names and addresses of the members of the first Board of Managers, who, subject to the provisions of the operating agreement and these Articles of Organization, shall hold office until their successors are elected and have qualified pursuant to the operating agreement are as follows:

<u>Name</u>	<u>Street Address</u>
Marsha E. Garcia	3146 Nautilus Road Middleburg, FL 32068

ARTICLE VIII

The names and addresses of the subscribers to these Articles of Organization, who is the authorized representative of the limited liability company and its member, is as follows:

<u>Name</u>	<u>Street Address</u>
Marsha E. Garcia	3146 Nautilus Road Middleburg, FL 32068

ARTICLE IX

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the limited liability company:

((H17000023872 3)))

((H17000023872 3)))

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the operating agreement, the Managers shall have the general management and control of the business and may exercise all of the powers of the limited liability company, except such as may be by statute, or by the operating agreement as constituted from time to time, expressly conferred upon or reserved by the members.

(2) Subject always to such operating agreement as may be adopted from time to time by the members, the Board of Managers is expressly authorized to adopt, alter and amend the operating agreement of the limited liability company, but any provision thereof adopted, altered or amended by the Managers may be altered, amended or repealed by the members. The limited liability company shall have such officers as from time to time may be provided in the operating agreement and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the operating agreement or as may be determined from time to time by the Board of Managers, subject to the operating agreement.

(3) No Manager or officer of this limited liability company shall, in the absence of fraud, be disqualified by his or her office from dealing or contracting with this limited liability company either as vendor, purchaser or otherwise, nor, in the absence of fraud, shall any contract, transaction or act of this limited liability company be void or voidable or affected by reason of the fact that any such Manager or officer, or any firm of which any such Manager or officer is a member or employee, or any limited liability company or corporation of which any such Manager or officer is an officer, director, manager, member, stockholder or employee, has

FILED  
2017 JAN 26 P 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
((H17000023872 3)))

(((F117000023872 3)))

any interest in such contract, transaction or act, whether or not adverse to the interest of this limited liability company, even though the vote of the Manager(s) or officer(s) having such interest shall have been necessary to obligate this limited liability company upon such contract, transaction or act; and no Manager or officer having such interest shall be liable to this limited liability company or to any member or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract, transaction or act; nor shall any such Manager or officer be accountable for any gains or profits realized thereon.

## ARTICLE X

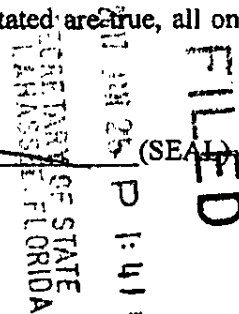
This limited liability company reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on members herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned subscribing member and authorized representative of the limited liability company, have hereunto set my hand and seal for the purpose of organizing this limited liability company under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Organization and certify that the facts herein stated are true, all on this 20<sup>th</sup> day of December, 2016.



Marsha E. Garcia

STATE OF FLORIDA  
COUNTY OF DUVAL

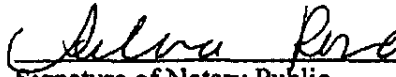


Before me personally appeared this day Marsha E. Garcia, the party to the foregoing Articles of Organization, who is personally known to me and to me known to be the individual described in and who executed the foregoing Articles of Organization, and who acknowledged

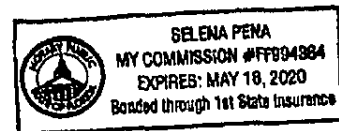
(((H17000023872 3)))

before me that she made, subscribed and acknowledged the foregoing Articles of Organization as her voluntary act and deed as member and authorized representative of said limited liability company, and that the facts set forth therein are true and correct.

WITNESS my hand and official seal on this 20 day of December, 2016.

  
Signature of Notary Public  
Notary Public, State and County aforesaid  
My commission expires: May 18, 2020

(Notarial Seal)



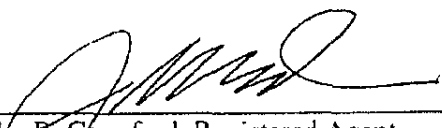
FILED  
2017 JAN 26 P 1:41  
CLERK OF STATE  
TAMPA, FLORIDA

(((H17000023872 3)))

((H17000023872 3)))

#### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for 1500 Calming Water, LLC, a Florida limited liability company, at the place designated in the Articles of Organization of said limited liability company, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open. I further acknowledge that I am familiar with, and accept, the obligations imposed upon registered agents of limited liability companies.

  
John R. Crawford, Registered Agent

2017 JAN 26 P 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

((H17000023872 3)))

  
MarksGray

## FAX TRANSMISSION

Phone: (904) 398-0900

Fax: (904) 399-8440

1200 Riverplace Blvd. Suite 800  
Jacksonville, FL 32207

Date: 1/26/2017

To:

From: Elizabeth Carter

Subject: Amended and Restated Articles of Organization for 1500 Calming Water, LLC

**Message: Good morning,**

**Attached please find a filing for amended and restated Articles of Organization for 1500 Calming Water, LLC. Please process this request and ensure that the effective date REMAINS 1/1/2017.**

**Please call me if you have any questions.**

**Thank you for your help!**

**Elizabeth A. Carter  
Marks Gray, P.A.  
ecarter@marksgray.com  
904-807-2122**

This message is intended only for the use of the individual or entity to which it is addressed and may contain information that is privileged, confidential and exempt from disclosure under applicable law. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone and return the original message to us at the above address via the U. S. Postal Service. Thank you.