

From:

Division of Corporations

UNSUBMITTED

06/21/2019 13:16

#340 P.001/004

<http://efilesubmit.org/scripts/efilcovr.exe>

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.

((H19000194102 3)))



H190001941023ABC.

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 : LATHAM, SHUKER, EDEN & BEAUDINE, LLP
Account Number : 120000000025
Phone : (407) 481-5800
Fax Number : (407) 481-5801

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

Email Address: MFRANKLIN@LSEBLAW.COM

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
ONYX WOLFCHASE HOTEL, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$60.00

D SCOTT

JUN 24 2019

Electronic Filing Menu

Corporate Filing Menu

Help

(((H19000194102 3)))

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION FOR
ONYX WOLFCHASE HOTEL, LLC**

The undersigned, being desirous of forming a limited liability company pursuant to Chapter 605, Florida Statutes, hereby certifies as follows:

1. **Name and Purpose.** The name of the limited liability company is ONYX WOLFCHASE HOTEL, LLC a Florida limited liability company (the "**Company**"). The purpose of the limited liability company shall be solely to acquire, own and hold the real property commonly known as 2785 New Brunswick Road, Memphis, TN 38133 (the "**Property**") and to operate a hotel on the Property, together with such other activities may be necessary or incidental in connection with such purposes, and for no other purpose.
2. **Principal Office.** The street and mailing address of the principal office of the Company shall be 551 NW 77th Street, Suite 108, Boca Raton, Florida 33487.
3. **Agent for Service of Process; Address of Registered Agent.** The initial registered agent of the Company for service of process shall be Sameet Patel 551 NW 77th Street, Suite 108, Boca Raton, Florida 33487.
4. **Management.** The Company shall be Manager-Managed. The name and address of the Manager who is authorized to manage and control the limited liability company is ONYX HOSPITALITY, LLC, 551 NW 77th Street, Suite 108, Boca Raton, Florida 33487.
5. **Operating Agreement.** The members, term and purpose of the Company are also set forth in the Operating Agreement dated September 27, 2017, as amended from time to time.
6. **Effective Date.** The Company was formed pursuant to the Articles of Organization (the "**Original Articles**") filed with the Secretary of State on January 11, 2017 (the "**Effective Date**"). These Amended and Restated Articles of Organization amend, restate and supersede the Original Articles, provided that there shall be no change to the Effective Date.

[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

(((H19000194102 3)))

From:

06/21/2019 13:16

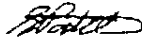
#940 P.003/004

((H19000194102 3)))

The undersigned, being the members of the Company, have executed these Amended and Restated Articles of Organization on this 19th day of June, 2019.

MEMBERS:

ONYX WOLFCHASE HOLDINGS, LLC,
as to 65.5%

By: 
Sameet Patel, Manager

FRIESON JOIN TRUST, UTD
October 19, 2016, as to 11.5%

By: _____
Donald E. Frieson, as Co-Trustee

By: _____
Naiema Frieson, as Co-Trustee

2019 JUN 21 A 3:27
FILED

((H19000194102 3)))

((H19000194102-3)))

(The undersigned, being the members of the Company, have executed this Agreement and Certificate of Organization on this 19th day of June, 2019.)

MEMBERS:**ONYX WOLFCHASE HOLDINGS, LLC**

as to 65.5%

By

Sameer Patel, Manager

FRIESEN JOINT TRUST, LTD.

October 19, 2016, as to 11.5%

By

Donald E. Friesen, Jr. as Co-Trustee

By

Natalia Friesen, Jr. as Co-Trustee

((H19000194102-3)))