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JANUARY 1, 2017  
TALLAHASSEE, FLORIDA

APR 05 2017

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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** 3313 EXCHANGE, 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:

GARY R. LOFFREDO

Name of Person

Firm/Company

3313 W. COMMERCIAL BLVD, SUITE 130

Address

FT. LAUDERDALE, FL 33309

City/State and Zip Code

gloffredo@seniornannies.com

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

For further information concerning this matter, please call:

Gary R. Loffredo 954 733-5444  
at ( )  
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- |  |  |  |  |
|--|--|--|--|
| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(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

**AMENDED AND RESTATED**  
**ARTICLES OF ORGANIZATION**  
**OF**  
**3313 EXCHANGE, LLC**

The undersigned, acting as the Authorized Representative of 3313 Exchange, LLC, under the revised Florida Limited Liability Company Act, Chapter 605, Fla. Stat., adopts, the following Amended and Restated Articles of Organization:

**ARTICLE I - Name:**

The name of the limited liability company is 3313 Exchange, LLC (the "Company").

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the limited liability company is 3313 W. Commercial Blvd, Suite 130, Fort Lauderdale, FL 33309.

**ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management:**

The Company is to be managed by one or more Managers. The Managers shall be elected as described in the Operating Agreement. The names and addresses of the managers to serve as the initial managers until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Gary R. Loffredo	3313 W. Commercial Blvd, Suite 130 Fort Lauderdale, FL 33309
Claudia Wechter	3313 W. Commercial Blvd, Suite 130 Fort Lauderdale, FL 33309

**ARTICLE V - Admission of Additional Members:**

The Company shall admit new Members in accordance with the terms of the Operating Agreement of the Company.

#### **ARTICLE VI - Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, Fla. Stat.

#### **ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Claudia Wechter, and the street address of the Company's initial registered office is 3313 W. Commercial Blvd, Suite 130, Fort Lauderdale, FL 33309.

#### **ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

#### **ARTICLE IX - Indemnification:**

Each individual or entity who is or was a Member or Manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Member or Manager of the Company ("Indemnitee") shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a Member, Manager or officer existing at the time of such repeal or amendment.

#### **ARTICLE X - Continuation of Business:**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the

death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member.

**IN WITNESS WHEREOF**, the undersigned Authorized Representative has executed these Articles of Organization as of this 27<sup>th</sup> day of March, 2017.



\_\_\_\_\_  
Claudia Wechter, Authorized Representative

17 APR - 4 PM 4:40  
CLASSTEC. FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is 3313 Exchange, LLC.

2. The name and address of the registered agent and office is:

Claudia Wechter  
3313 W. Commercial Blvd,  
Suite 130  
Fort Lauderdale, FL 33309

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.

  
\_\_\_\_\_  
Claudia Wechter

Dated this 27<sup>th</sup> day of March, 2017.