

L17000036769

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2017 JUN -5 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY

JUN - 8 2017

COVER LETTER TO: Registration Section Division of Corporations

SUBJECT: Relating to most recent review of updated and amended LLC Articles of Organization and request for changes.

Per Letter # **817A00009849**, changes have been made to the attached AAO, now shown as Version 1.4

- Removed references to 'shares' (word was never intended to imply 'stock')
- Obtained signature of Registered Agent

LLC as originally filed: Prarietown, LLC February 15, 2017 #L17000036769

Please return all correspondence concerning this matter to the following:

Melanie Hubbard, 139 Harrison Heights Rd, Harrison, ME 04040

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

melaniehubbard@verizon.net

For further information concerning this matter, please call:

Melanie Hubbard at 978-302-1016

A check for the amount \$60.00, had been previously sent and noted in Letter #317A00008387

\$25.00 Filing Fee

\$30.00 Certified copy (optional)

\$ 5.00 Certificate of Status (optional)

MAILING ADDRESS:

Registration Section
Division of Corporations Division of Corporations
P.O. Box 6327 Clifton Building
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building Tallahassee
2661 Executive Center Circle
Tallahassee, FL 32301

PRAIRIETOWN, LLC

AMENDED AND RESTATED ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

***ARTICLE I - Name:** The name of the Limited Liability Company is: **Prairietown, LLC**

***ARTICLE II - Address:** The mailing address and street address of the principal office of the Limited Liability Company is:
Principal Office Address: Mailing Address: Melanie Hubbard, 139 Harrison Heights Rd, Harrison, ME 04040.

***ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.) The name and the Florida street address of the registered agent are:

Registered Agents Inc.
Bill Havre, Secretary
3030 N. Rocky Point Dr. STE 150A
Tampa, FL 33607

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 as provided for in Chapter 605, F.S.

Registered Agent's Signature (no change) Bill Havre Bill Havre/Secretary/Registered Agents Inc.

ARTICLE IV – Herein are the name and address of each person authorized to manage and control Prairietown, LLC:

"AMBR" = Authorized Member

"MGR" = Manager (Use attachment if necessary)

<u>Title:</u>	<u>Name and Address:</u>
AMBR	Stephen Conway, 139 Harrison Heights Rd, Harrison, ME 04040
AMBR	Anne Haglof, 179 Church St, Harwich, MA, 01536
MGR	Melanie Hubbard, 139 Harrison Heights Rd, Harrison, ME 04040
AMBR	Eileen Rounds, 1411 High St, Bridgton, ME 04009

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TALLAHASSEE, FLORIDA

ARTICLE V: Effective date: [date of filing] February 15th, 2017

PRAIRIETOWN, LLC

ARTICLE VI - Other provisions, if any.

6.1 Purpose:

The purpose of Prairietown, LLC is to manage joint ownership of family condominium located in Naples FL.

6.2 Duration:

Prairietown, LLC duration is initially planned for 4yrs, from the date of filing. At that time, the members will review the need for continuance. (Refer to article 6.7 below)

6.3 Management:

Prairietown, LLC is a member managed LLC, with Melanie Hubbard designated as the Manager point of contact.

6.4 Ownership Percentage Responsibility:

Monetary responsibility (both + and -) of Prairietown, LLC is divided as follows:

- 20% – Eileen Rounds
- 20% – Anne Haglof
- 60% – Stephen Conway and Melanie Hubbard

6.5 Expenses and Income:

6.5.1 Responsibility for operating expenses for Prairietown, LLC (such as condo fees, assessments, etc.) will be apportioned according to ownership percentage. Members will be notified of upcoming fees depending on their due dates (some are monthly, such as electricity and cable, some quarterly such as Condo fees, and some yearly, such as Insurance).

6.5.2 Income from the rental of the condominium owned by Prairietown, LLC, will be used to pay down any operating expenses. Surplus income (if any) will be kept in the Prairietown, LLC bank account until dissolution.

6.5.3 The condominium will be reserved for member use for the 1st two weeks in January of each year.

Otherwise it will be available and encouraged for public rental. It will be available for family use during any time it is not rented. Requests for family use must be made to the Prairietown, LLC Manager (Melanie Hubbard).

6.6 Banking Resolution:

6.6.1 Melanie Hubbard, as the designated Manager for Prairietown, LLC, has the authority to open a bank account specifically for the purpose of conducting monetary activities on behalf of Prairietown, LLC. She has signatory privileges to use this account on behalf of Prairietown, LLC.

6.7 Infrastructure Improvements:

6.7.1 Infrastructure improvements shall not be made unless agreed upon by all members.

6.7.2 Reimbursement for infrastructure costs will be drawn either from rental income which exceeds yearly condominium costs or from individual members. When from individual members, these costs will be reimbursed in full when the condominium is sold and before the sale income is divided between members.

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6.8 Dissolution:

6.8.1 Continuance of Prairietown, LLC, will be reviewed at the end of 4yrs from the date of filing. At that time, any member can ask to exit from this LLC. There will be two options: The other members can 'purchase' the members ownership percentage, or if there is no agreement on the purchase, then the condominium will be sold and Prairietown, LLC dissolved. Buy out cost will be the ownership percentage times (an official appraisal value minus any outstanding reimbursements).

6.8.2 Extraordinary events can happen. Any member can ask for a continuance review before 4yrs have passed.

6.8.3 If Prairietown, LLC is dissolved, the condominium will be sold. Proceeds from the sale will be apportioned to the members according the ownership percentage. Any outstanding reimbursements will be deducted and paid to appropriate members before the apportionment.

6.8.4 In the event of death of a Member, that members' ownership percentage will be handled per their estate. This would result in either:

A – Having the deceased member's ownership percentage distributed to other members.

B – The remaining members 'buying' out the deceased members' ownership percentage and the buyout proceeds would pass to the deceased's estate.

C - Dissolving Prairietown, LLC. (See 6.8.1 above)

6.9 Record Keeping

The Prairietown, LLC Manager will maintain records and will ensure that any and all required reports, filings, etc. are kept up to date and processed in a timely fashion so as to not incur any late fees. An annual itemized P&L report will be made available to the Prairietown, LLC members before the required annual Florida State filing.

REQUIRED SIGNATURE: (Signature of a member or an authorized representative of a member.)

Melanie Hubbard

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 17, 2017

PRARIETOWN, LLC
MELANIE HUBBARD
139 HARRISON HEIGHTS RD.
HARRISON, ME 04040

SUBJECT: PRARIETOWN, LLC
Ref. Number: L17000036769

2017 JUN -5 PM 4:58
RECEIVED
TALLAHASSEE, FLORIDA

We have received your document for PRARIETOWN, LLC and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Chapter 605, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Karen A Saly
Regulatory Specialist II

Letter Number: 817A00009849