

L17000084307

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

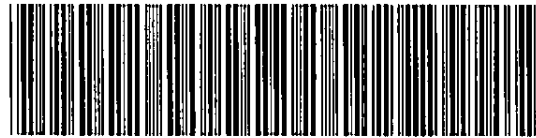
(Business Entity Name)

(Document Number)

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SEP - 1 11:10:45
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D. SCOTT

SEP 5 2017



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 7, 2017

ANTHONY R PAESANO
7457 FRANKLIN RD
SUITE 200
BLOOMFIELD HILLS, MI 48301

SUBJECT: DEVMAR 16TH STREET, LLC
Ref. Number: L17000084307

FILED
2017 SEP - 1 PM 8:38
TALLAHASSEE, FLORIDA

We have received your document for DEVMAR 16TH STREET, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Can't file articles of amendent and amended and restated articles of organization at the same time.

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.

Dionne M Pijaux
Regulatory Specialist

Letter Number: 417A00016012 - 17

FILED
2017 SEP - 1 PM 10:47

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

DevMar 16th Street, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on April 14, 2017 and assigned
Florida document number L17000084307.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

_____, Florida

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager

AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	<input type="checkbox"/> Change
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
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		_____	<input type="checkbox"/> Remove
		_____	<input type="checkbox"/> Change

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Please see Attachment A.

[illegible]

E. Effective date, if other than the date of filing: _____ (optional)

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:

(b) The 90th day after the record is filed.

Dated July 31 2017

Signature of a member or authorized representative of a member

Mark DeMaria

Typed or printed name of signee

FIRST AMENDMENT TO ARTICLES OF ORGANIZATION
(ATTACHMENT A TO SECTION D)

SECTION D.1

The Company will be managed by one or more Managers.

SECTION D.2

Unless otherwise provided by law, a person who is a Member or Manager of the Company shall not be liable for the acts, debts or liabilities of the Company.

SECTION D.3

The monetary liability of a Manager for breach of any duty established under the Florida Revised Limited Liability Company Act (the "Act") is limited to the fullest extent permitted by the Act. The Company will indemnify and hold harmless a Manager from and against any and all losses, expenses, claims and demands sustained by reason of any acts or omissions or alleged acts or omissions of the Manager, including judgments, settlements, penalties, fines or expenses incurred in proceeding to which the Manager is a party or threatened to be a party because the person is or was a Manager to the fullest extent permitted by law or contract.

SECTION D.4

The Company has authorized for issuance 150 Class A Units and 150 Class B Units. The Class A Units and Class B Units are prescribed those rights set forth in the Operating Agreement dated April 12, 2017, as amended effective July 31, 2017 (the "Operating Agreement"); more specifically, the Class A Members are entitled to vote on any all actions, decisions and approvals required of the Members under the Operating Agreement, and are entitled to 40% of any net distributable income on a pro rata basis, as defined in the Operating Agreement. The Class B Members are limited to voting on any matter that impairs their rights to distributions under the Operating Agreement (as set forth below), and in such case, the action requires the Super-Majority Vote of the Class B Members and approval of the Class A Member with Super-Majority Vote equaling 66% of the Class B Members constituting a quorum. The Class B Members holding Class B Units are entitled to a ten-percent (10%) per annum cumulative, non-compounding, return on the Capital Contributions made with respect to such Class B Unit, as determined by taking into account any return of capital relating to such Class B Units in accordance with the terms of section 6.2(b) of the Operating Agreement. The Class B Members are entitled to 60% of any net distributable income on a pro-rata basis, as defined in the Operating Agreement. The Class B Units are to be issued pursuant to a private offering in reliance on Rule 506(b) of Regulation D of the Securities Act of 1933.

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