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TALLAHASSEE, FLORIDA

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MAY 11 2017

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May 8, 2017

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment
JNH Properties, LLC

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Amendment for the above, together with our firm's check in the total amount of \$25.00 representing your filing fee. If all is in order, kindly file the Articles and return a copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely yours,

Karolyn Sheekey
Legal Assistant to
Michael D. Chiumento III

**ARTICLES OF AMENDMENT
OF ARTICLES OF ORGANIZATION OF
JNH PROPERTIES, LLC**

Pursuant to the provisions of Florida Statute 605 of the Florida Limited Liability Act, the undersigned Company adopts the following Articles of Amendment of its Articles of Organization:

- FIRST: The name of the limited liability company is: JNH PROPERTIES, LLC
- SECOND: The date of filing of the Articles of Organization was: April 24, 2017
- THIRD: The Articles of Organization of JNH PROPERTIES, LLC are hereby amended as

ARTICLE II - DURATION\CONTINUATION

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of its original Articles of Organization by the Department of State of the State of Florida.

ARTICLE III - ADDRESS OF PRINCIPAL OFFICE

The street and mailing address of the company is 32 Northshore Avenue, Palm Coast, FL 32137.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office for this company is as follows: Michael D. Chiumento III, Chiumento Selis Dwyer, PL, 145 City Place, Suite 301, Palm Coast, FL 32164.

ARTICLE V - MEMBERS

The initial members of the limited liability company are as follows:

Jerry Sauers	32 Northshore Ave.
	Palm Coast, FL 32137

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TALLAHASSEE, FLORIDA

**ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS &
TRANSFER OF MEMBERS INTEREST**

The Company shall admit new members only upon the majority written consent of all then existing voting members of the Company.

The interest of a member in the Company may be transferred or assigned only upon the majority written consent of all then existing voting members of the Company.

ARTICLE VII – MEMBERS INTERESTS

The Company is authorized to issue both voting and non-voting membership interests. All membership interests shall be identical in all respects except the non-voting membership interests shall carry no right to vote on any matter except as the State of Florida requires that voting rights be granted non-voting membership interests pursuant to Chapter 605, Florida Statutes.

ARTICLE VIII - MANAGEMENT

The business of the Company shall be managed by a manager or managers and hereafter, a manager-managed Company. The managers are as follows:

Name

Address

Jerry Sauers

32 Northshore Ave.
Palm Coast, FL 32137

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TALLAHASSEE, FLORIDA

ARTICLE IX - AMENDMENT

Any amendments to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 605 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

ARTICLE X - INDEMNIFICATION

Each individual or entity who is or was a member 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 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 by 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 Regulations 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 of

officer existing at the time of such repeal or amendment.

ARTICLE XI – ADOPTION OF OPERATING AGREEMENT

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

ARTICLE XII - INFORMAL ACTION OF MEMBERS

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

ARTICLE XIII - SINGLE PURPOSE

The Company shall not (a) engage in any business or activity other than the ownership and operation of that certain real property located in Flagler County, Florida, as more particularly described on Exhibit A attached hereto (“Property”), and the development of the Property and the sale or leasing of units developed on the Property (“Corporate Purposes”); (b) acquire or own any material assets other than (i) the Property; and (ii) such incidental personal property as may be necessary to the Corporate Purposes; (c) merge into or consolidate with any person or entity or dissolve, terminate or liquidate, in whole or in part, transfer or otherwise dispose of all or substantially all of its assets or change its legal structure, without in each case the consent of the first mortgagee on the Property, its successors and assigns (“Lender”) until the loan from Lender is satisfied; (d) fail to preserve its existence as an entity duly organized, validly existing and in good standing under the laws of the State of Florida, or without the prior written consent of Lender, amend, modify, terminate or fail to comply with the provisions of the Company’s Articles of Organization, Operating Agreement, or similar organizational documents; or (e) commingle its assets with the assets of any of its members affiliates, principals or of any other person or entity.

The foregoing Amendment was adopted by the members of the Company on this 1st day of May, 2017.

The aforesaid Amendment to the Articles of Organization of JNH PROPERTIES, LLC shall become effective upon filing of this Amendment with the Department of State.

Authorized Representative of a Member



Michael D. Chimento III

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

DATED: May 1, 2017

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.

CHIUMENTO & ELIS Dwyer, PL

By: _____

MICHAEL D. CHIUMENTO
REGISTERED AGENT

DATE: May 1, 2017

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA