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COVER LETTER

COVER LETTER
TO: Registration Section Division of Corporations
SUBJECT: 280 West Street, 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:
Joseph M. Madden Jr
Madden Law Firm
11 My (15 70 3390) City/State and Zip, Code
madden (e my floridaattorney.com ()E-mail address: (to be used for ritingle annual report notification)
For further information concerning this matter, please call:
OSLPh M. Madden Tr at (239) 332-2100 Name of Person Area Code Daytime Telephone Number
Enclosed is a check for the following amount:
\$25.00 Filing Fee \$\Bigcup \$

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

 \mathbf{of}

280 WEST STREET, LLC

A Florida Limited Liability Company



- 1. Name. The name of this limited liability company is 280 WEST STREET. LLC (the "Company"), and it shall be formed as a Florida limited liability company under Chapter 605, Florida Statutes.
- 2. <u>Duration</u>. The Company shall exist from January 30, 2017, and the Company's existence shall be perpetual.
- 3. <u>Purpose</u>. The Company is organized irrevocably and solely for the purpose of investing in a single parcel of real estate located at 280 West Street, Naples, FL 34108, with the goal of achieving long-term appreciation thereon. Said purpose shall not be amended or altered by the members or managers.
- 4. <u>Place of Business</u>. The mailing address and street address of the Company's principal office is 2277 Main St. Fort Myers, Florida 33901.
- 5. Registered Agent and Office. The name of the initial registered agent of the Company is Madden Law Firm, LLC. The street address of the initial registered agent of the Company is 2277 Main St. Fort Myers, Florida 33901.
- 6. <u>Management of the Company</u>. The Company shall be managed by a manager or managers and is, therefore, a manager-managed company. Joseph M. Madden Jr. shall serve as the initial manager of the Company.
- 7. <u>Additional Members</u>. Except as otherwise provided in an Operating Agreement adopted for the Company, additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
- 8. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal an Operating Agreement for the Company containing provisions for the regulation and management of the affairs of the Company. Said Operating Agreement shall not amend or contradict the irrevocable, sole purpose of the Company as stated above.
- 9. <u>Voting</u>. The Company is authorized to issue membership units with voting rights and membership units without voting rights.
- 10. <u>Certificated Interests</u>. The members' interests in the Company may be evidenced by certificates.

Agreement adopted for the Company, no member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

The undersigned executed these Articles of Organization effective as of January 30, 2017. In accordance with Section 605.0201, Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

280 WEST STREET, LC, Authorized Representative

Acceptance by Registered Agent

Having been named Registered Agent and designated to accept service of process for 280 WEST STREET. LLC, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Madden Law Firm, LLC, Registered

Agent

By: Joseph M. Madden Jr.

Its: Manager

Dated: 1 31 , 2017

