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J. McNAIR



*Attorneys at Law*

200 West Forsyth Street, Suite 1300  
Jacksonville, Florida 32202  
Telephone 904.633.7979  
Facsimile 904.633.9026

**Gregory M. Dawson**  
Direct Line 904.633.9819  
gdawson@edcolaw.com

October 11, 2017

**Delivery by FedEx**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: OBDP, LLC

Dear Sir or Madam:

The enclosed Articles of Merger is submitted for filing. Please note that the Articles of Merger include, as an attached exhibit, an amendment and restatement of the articles of organization of the surviving entity.

Once filed, please return a certified copy to the following address:

Edwards Cohen  
200 W. Forsyth Street, Suite 1300  
Jacksonville, Florida 32202  
Attention: Gregory M. Dawson.

My firm's check in the amount of \$105.00 is enclosed to cover the filing fees and the fee for the certified copy.

If you have any questions about the enclosed items, or if I may provide any further information, please contact me. Thank you for your assistance.

Sincerely,

Gregory M. Dawson

Enclosures

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**ARTICLES OF MERGER  
FOR  
FLORIDA LIMITED LIABILITY COMPANY**

This Articles of Merger is submitted to merge Alta Mar Holdings II, LLC, a Florida limited liability company (the "**Merging Party**"), with and into OBDP, LLC, a Florida limited liability company (the "**Surviving Party**"), in accordance with Section 605.1025, Florida Statutes:

1. The exact name, entity type and jurisdiction of the Merging Party, the merging entity, are as follows:

<b>Name</b>	<b>Entity Type</b>	<b>Jurisdiction</b>
Alta Mar Holdings II, LLC	Limited Liability Company	Florida.

2. The exact name, entity type and jurisdiction of the Surviving Party, the surviving entity, are as follows:

<b>Name</b>	<b>Entity Type</b>	<b>Jurisdiction</b>
OBDP, LLC	Limited Liability Company	Florida.

3. The merger was approved by each domestic merging entity that is a limited liability company, if any, in accordance with the provisions of Sections 605.1021- 605.1026, Florida Statutes; by each other merging entity, if any, in accordance with the law of its jurisdiction of formation; and by each member of such limited liability company who, as a result of the merger, will have interest holder liability under Section 605.1023(1)(b), Florida Statutes, and whose approval is required.

4. The Surviving Party, the surviving entity, exists before the merger and is a domestic filing entity. The amendment and restatement of the Surviving Party's public organic record, being the Amended and Restated Articles of Organization attached hereto as Exhibit A, was approved as part of the plan of merger.

5. The Surviving Party, the surviving entity, has agreed to pay to any members of any limited liability company with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061- 605.1072, Florida Statutes.

6. The effective date of the merger will be the date of filing of this Articles of Merger with the Florida Department of State.

7. This Articles of Merger may be executed in any number of counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument.

[END OF PAGE; SIGNATURE PAGE(S) FOLLOW]

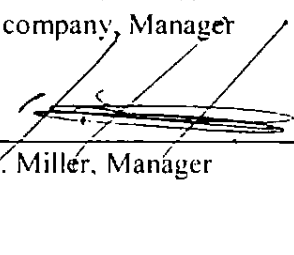
EXECUTED as of October 6, 2017.

**MERGING PARTY:**

ALTA MAR HOLDINGS II, LLC, a Florida limited liability company

By: Backdrop Investments, LLC, a Florida limited liability company, Manager

By:

  
\_\_\_\_\_  
David C. Miller, Manager

**SURVIVING PARTY:**

OBDP, LLC, a Florida limited liability company

By:

\_\_\_\_\_  
Douglas M. Davis, Jr., President & CEO

EXECUTED as of October 6, 2017.

**MERGING PARTY:**

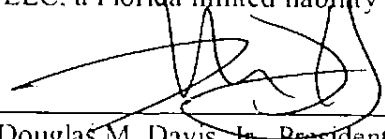
ALTA MAR HOLDINGS II, LLC, a Florida limited liability company

By: Backdrop Investments, LLC, a Florida limited liability company, Manager

By: \_\_\_\_\_  
David C. Miller, Manager

**SURVIVING PARTY:**

OBDP, LLC, a Florida limited liability company

By:  \_\_\_\_\_  
Douglas M. Davis, Jr., President & CEO

**EXHIBIT A**

**Amended and Restated Articles of Organization**  
See Attached.

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
OBDP, LLC**

This Amended and Restated Articles of Organization of OBDP, LLC (this "**Amended Articles**") is duly executed and is being filed with the Florida Department of State in accordance with the provisions of Section 605.0202, Florida Statutes. This Amended Articles amends and restates and supersedes in its entirety that certain Articles of Organization of OBDP, LLC filed with the Florida Department of State on September 22, 2017. This Amended Articles will be effective upon the date of the filing thereof with the Florida Department of State.

Pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, as amended from time to time (the "**Act**"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I  
NAME**

The name of this limited liability company (the "**Company**") is OBDP, LLC.

**ARTICLE II  
ADDRESS**

The street and mailing address of the principal office of the Company is:

236 Canal Boulevard, Suite 3  
Ponte Vedra Beach, Florida 32082.

**ARTICLE III  
REGISTERED AGENT**

The name and street address of the initial registered agent of the Company are:

Jeff Miller  
830-13 A1A Highway North, #120  
Ponte Vedra Beach, Florida 32082.

*Having been named as registered agent and to accept service of process for the 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 the Act.*

  
\_\_\_\_\_  
JEFF MILLER

**ARTICLE IV**  
**LIMITATION ON AGENCY AUTHORITY OF MEMBERS**

Notwithstanding Section 605.04074(1)(a) of the Act, no member of the Company will be an agent of the Company solely by virtue of being a member.

The undersigned, an authorized representative of the Company, has executed these Articles of Organization on behalf of the Company in accordance with Section 605.0203 of the Act.

Dated: October 6, 2017.

  
\_\_\_\_\_  
JEFF MILLER