

L18000003783

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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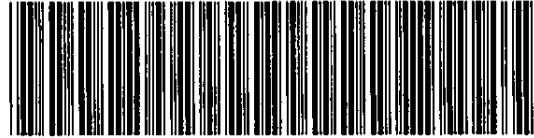
(Business Entity Name)

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2018 APR 11 P 2:47  
TALLAHASSEE, FL  
CLERK OF SUPERIOR COURT

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**RE: Utility Management Solutions, LLC – L18000003783**

The enclosed Articles of Amendment and \$25.00 filing fee are submitted for filing.  
Please return all correspondence concerning this matter to the following:

Nicole M. Perez, Esq.  
North Florida Legal, PLLC  
9838 Old Baymeadows Road, Suite 116  
Jacksonville, Florida 32256  
(904) 885-3522

FILED  
2018 APR 11 PM 2:41  
JACKSONVILLE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
UTILITY MANAGEMENT SOLUTIONS, LLC**

In accordance with the provisions of the Florida Revised Limited Liability Company Act, Florida Statutes, Chapter 605 (the "**Act**"), specifically Florida Statute § 605.0202, Utility Management Solutions, LLC (the "**Company**") whose Articles of Organization were first filed in Florida effective as of January 1, 2018, hereby submits these Amended and Restated Articles of Organization to replace entirely the previously filed Articles of Organization as follows:

**ARTICLE I: NAME**

The name of the limited liability company is Utility Management Solutions, LLC

**ARTICLE II: ADDRESS**

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

9838 Old Baymeadows Road, Suite 116  
Jacksonville, Florida 32256

**ARTICLE III: REGISTERED AGENT & OFFICE**

The name and address of the Company's registered agent is:

NAME	ADDRESS
North Florida Legal, PLLC	9838 Old Baymeadows Road, Suite 116 Jacksonville, Florida 32256

The Company may designate another registered agent at any time.

**ARTICLE IV: DURATION AND EXISTENCE; EFFECTIVE DATE**

The Company will continue to exist perpetually, which existence commenced on January 1, 2018, the date of the filing of the Articles of Organization with the Florida Department of State.

**ARTICLE V: MANAGEMENT**

(Managed by Managers)

The Company shall be managed by a Board of Managers (which shall have duties, powers and authority similar to that of a Board of Directors) and shall operate through officers appointed by the Board of Managers, all as provided in the Company's Operating Agreement of the members (the "**Operating Agreement**"). Accordingly, managers who may, but need not be, members, manage the Company. The persons making up the Board of Managers are designated in the Operating Agreement, as amended from time to time. The following person is a member of the Board of Managers:

NAME	ADDRESS
Jonathan LaRosa, Manager	9838 Old Baymeadows Road, Suite 116 Jacksonville, Florida 32256

**ARTICLE VI: OWNERSHIP**

Ownership interests in the Company by its members may, but need not, be evidenced by certificates signed by a president or vice-president of the Company. Transfers of certificates are restricted by the terms of the Operating Agreement among the members of the Company. The members of the Company shall have the right to admit additional members pursuant to the terms and conditions contained in the Operating Agreement of the Company; any new member agrees to be bound by and to such Operating Agreement.

**ARTICLE VII: OPERATING AGREEMENT**

An Operating Agreement, the power to adopt, alter, amend or repeal which shall be vested in the members of the Company, shall govern the management, operation and ownership of the Company.

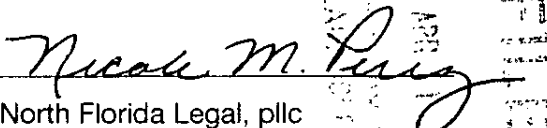
**ARTICLE VIII: LIMITED LIABILITY**

No member, manager, officer, agent or employee of the Company shall be personally liable for the debts or liabilities of the Company or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

**ARTICLE IX: INDEMNIFICATION**

The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a manager or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken by such person in the capacity of manager or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken by such person in the capacity of manager or officer.

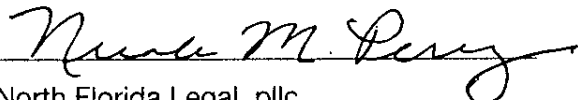
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization this 3<sup>rd</sup> day of April, 2018, and in accordance with Florida Statute § 605.0202, acknowledges that this document constitutes an affirmation under penalties of perjury that the facts stated herein are true and correct and further affirms that the Company has or will have at least one member at the time these Amended and Restated Articles of Organization become effective.

  
North Florida Legal, PLLC  
Nicole M. Perez, Managing Director

2018 APR 11 2 41 PM  
FEDERAL

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the foregoing Amended and Restated Articles of Organization, I hereby accept the appointment as registered agent and agree to act in that 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, Florida Statutes.



North Florida Legal, PLLC  
Nicole M. Perez, Managing Director

Date: April 3, 2018

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