

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

L18000069934

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H18000089754 3)))



H180000897543ABC9

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL
Account Number : 07666602273
Phone : (904)398-3911
Fax Number : (904)396-0663

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FLORIDA LIMITED LIABILITY CO.
LOFTS OF AMELIA, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$125.00

RECEIVED

2018 MAR 20 PM 4:24

FLORIDA DEPARTMENT OF
CORPORATIONS
BUREAU OF COMMERCIAL
REGISTRATION SERVICES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2018 MAR 20 AM 8:44

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

MAR 21 2018

K Brumbley

H18000089754

FILED

2018 MAR 20 AM 8:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
LOFTS OF AMELIA, LLC**

The undersigned certifies that it has associated itself for the purpose of becoming a limited liability company in the State of Florida in accordance with the Florida Revised Limited Liability Company Act (Florida Statutes Chapter 605), providing for the formation, privileges, rights, and immunities of limited liability companies for profit. The undersigned declares that the following Articles of Organization shall serve as the Charter and authority for conduct of business of this limited liability company:

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this limited liability company shall be Lofts of Amelia , LLC. and the mailing and street address of its principal place of business shall be 95108 Summerwoods Circle, #2102, Fernandina Beach, Florida 32034, but it shall have the authority and power to establish additional offices at any other place or places as the Members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which this limited liability company is authorized to transact, shall be as follows:

1. To engage in any and all activity or business authorized under the laws of the State of Florida and its statutes, including the ownership or leasing of personal property, whether intangible or tangible, or real property, or both.

2. In general, to carry on any and all incidental business; to have and exercise all powers conferred by the laws of the State of Florida; and to do any and all things set forth in these Articles of Organization to the same extent as a natural person might or could do.

H18000089754

H18000089754

3. To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will, rights, assets and liabilities of any entity, person, association, partnership, corporation, or limited liability company carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles of Organization; and to hold, utilize and in any manner dispose of the property and rights so acquired by same.

4. To enter into and make all necessary contracts for its business with any entity, person, association, partnership, corporation, or limited liability company, domestic or foreign, or any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision or department and to perform and carry out, assign, cancel, or rescind any such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated in these Articles of Organization and otherwise granted or permitted by the laws of the State of Florida and its statutes, while acting as agent, nominee or attorney-in-fact and agent for any entity, person, association, partnership, corporation or limited liability company.

6. To perform any service under contract or otherwise for any entity, person, association, partnership, corporation or limited liability company, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interests of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida and its statutes, providing for the formation, privileges, rights, and immunities of limited liability companies for profit.

7. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objectives, or the furtherance of any of the powers set forth in these Articles of Organization, either alone

H18000089754

H18000089754

or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the United States or the State of Florida.

8. To exercise any and all privileges, powers and rights in connection with the business, powers or actions of a limited liability company for profit not inconsistent or in contravention of the laws of the United States or the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted by this limited liability company shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the conditions and terms of any other clause. The several clauses contained in this statement of the general nature of the business or businesses to be transacted by this limited liability company shall be regarded as independent purposes and powers. Nothing contained in these Articles of Organization shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit, this limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the United States or the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under direction of, the Members of this limited liability company. These Articles of Organization may be amended from time to time in accordance with the Regulations or Operating Agreement of this limited liability company by the unanimous written consent or majority vote of the Members of this limited liability company.

H18000089754

H18000089754

ARTICLE IV MANAGEMENT

This limited liability company shall be managed by one or more Managers as designated by its Members from time to time. The initial Board of Managers shall consist of one Manager who shall serve until the first Annual Meeting of Members of this limited liability company.

The initial Manager is identified as follows:

Sherri K. Rinker
95108 Summerwoods Circle, #2102
Fernandina Beach, Florida 32034

ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members. Additional members may be admitted on the unanimous written consent of the existing Members and the existing Members shall determine the amount and nature of contributions by new members at the time of their admission and the conditions and terms of such admission. A Member's interest in this limited liability company may not be sold or otherwise transferred except with the unanimous written consent of the existing Members or in accordance with the Regulations or Operating Agreement of this limited liability company. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in this limited liability company, the remaining Members shall have the right to continue the business by majority vote of the remaining Members.

ARTICLE VI LIMITATION ON LIABILITY OF MEMBERS

Except as otherwise expressly provided by the Act, no member, manager, officer, agent, or employee of the Company shall be personally liable for the debts, obligations, or liabilities of the Company, whether arising in contract, tort, or otherwise, or for the

H18000089754

H18000089754

acts or omissions of any other member, manager, officer, agent, or employee of the Company.

ARTICLE VII CAPITAL CONTRIBUTIONS

Capital contributions, as determined by the initial Members of this limited liability company, and thereafter by its Members as described herein, shall be paid to this limited liability company by its Members as determined by the Member's respective interests in this limited liability company. Additional contributions will be made as required for investment and business purposes upon the unanimous written consent of the Members of this limited liability company. Members will make additional contributions in accordance with their respective interests in this limited liability company.

ARTICLE VIII DURATION

This limited liability company shall exist perpetually, beginning on the date these Articles of Organization designate in Article X herein, or until dissolved in a manner provided by the laws of the State of Florida and its statutes, or as provided in the Regulations or Operating Agreement adopted by the Members of this limited liability company.

ARTICLE IX REGISTERED OFFICE AND REGISTERED AGENT

The name of this limited liability company's initial registered agent is Rogers Towers, P.A. C/O Jon C. Lasserre, Esq. The mailing and street address of this limited liability company's initial registered office is 960185 Gateway Boulevard, Suite 203, Fernandina Beach, Florida 32034.

H18000089754

H18000089754

ARTICLE X
EFFECTIVE DATE

The effective date of this limited liability company shall be the date these Articles are filed with the Secretary of State.

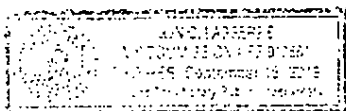
IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned being the Member of the Company, has executed these Articles of Organization this 20th day of March, 2018.

RINKER & KINARD, LLC, a Georgia
limited liability company

By: *Sherri K. Rinker*
Sherri K. Rinker
Its: Sole Manager

STATE OF FLORIDA
COUNTY OF NASSAU

The foregoing was acknowledged before me this 20th day of March, 2018 by Sherri K. Rinker, Sole Manager of Rinker & Kinard, LLC, on behalf of the company who ☒ is personally known to me or ☐ provided _____ as identification and who did not take an oath.



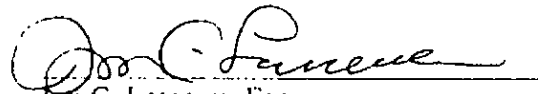
Don C. Lawrence
Print: Don C. Lawrence
Notary Public, State and County Aforesaid
Commission No. _____
My Commission Expires: _____
Type of Identification _____

H18000089754

H18000089754

ACCEPTANCE BY REGISTERED AGENT

Pursuant to Florida Statutes Section 605.0113 of the Florida Revised Limited Liability Company Act, this limited liability company whose name is Lofts on Fifth, LLC, LLC, designates its initial registered agent and office to be Rogers Towers, P.A. C/O Jon C. Lasserre, Esq., 960185 Gateway Boulevard, Suite 203, Fernandina Beach, Florida, 32034. Having been named the initial registered agent for Lofts on Fifth, LLC, LLC, to accept service of process for this limited liability company at the place designated in these Articles of Organization and this certificate, I hereby accept this appointment as the initial registered act of this limited liability company and agree to act in this capacity. I further agree to comply with the provisions of all Florida Statutes relating to the complete and proper performance of my duties and I am familiar with and accept the obligations of my position as the initial registered agent of this limited liability company


Jon C. Lasserre, Esq.Dated: March 20, 2018