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# L18000079831

Division of Corporations

## Florida Department of State

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### LLC AMND/RESTATE/CORRECT OR M/MG RESIGN RARL, LLC

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**ARTICLES OF AMENDMENT  
OF  
RARL, LLC**

I. The Articles of Organization of RARL, LLC, were filed on March 30, 2018, and were assigned Document Number L18000079831.

II. Pursuant to Florida Statutes Section 605.0202, Article V, Section B, of the Articles of Organization of the above-referenced company is hereby revised to read as follows:

B. The Manager shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 605.0109, as from time to time amended, including, but not limited to, the power to conduct the Company's business and acquire, mortgage, encumber, sell, lease, convey, and transfer the Company's real and personal property, except, and notwithstanding anything in these Articles to the contrary, without having first obtained the prior written consent of at least 92% majority in interest of the Members (including the interest of the Manager as a Member), the Manager shall not exercise the Manager's authority to cause or permit the Company to:

1. File a petition in bankruptcy, make a general assignment for the benefit of creditors, or apply for other such relief available under similar laws or regulations, or;

2. Sell, convey, or transfer (other than the sale of real property in the ordinary course of business), assign, mortgage, refinance, pledge, encumber, trade, exchange, or otherwise dispose of, or lease for more than 1 year, any Company real property, or any part or interest thereof, or;

3. Cause this Company to enter into a joint venture or partnership with any other person or entity or to form any subsidiary entities, or;

4. Invest in the debt or equity of any other person or entity (other than accepting short-term purchase money promissory notes and mortgages, not exceeding one (1) year in duration, from buyers of real property in the ordinary course of business), or;

5. Authorize this Company to be a party to any merger, consolidation, reclassification, reorganization or other similar transaction, or;

6. Enter into contracts, agreements or other legal obligations with parties related to or affiliated with the Manager or the Manager's owners, or;

7. Amend these Articles or the Operating Agreement of the Company to:

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a. Reduce the "LLC Interest," "Member Status," (as the preceding terms are defined in the Company's Operating Agreement) rights, privileges, or benefits or enlarge the duties and obligations of the Members, or;

b. Enlarge the LLC Interest, Member Status (if applicable), rights, privileges, or benefits or reduce the duties and obligations of the Manager or a Member, or;

c. Modify the duration of this Company, or;

d. Affect the rights or restrictions regarding the assignability of Member Status or Transferable Interest, or;

e. Amend this Section B of Article V, or;

f. Dissolve or terminate the existence of this Company, or;

g. Do any act that is prohibited by, or fail to do any act that is required by, a resolution of the Members, or;

8. Authorize or cause the Company to issue any LLC Interests to any person or entity or admit any new Members, or;

9. Enter into any agreement to do any of the foregoing.

If any Member shall not object in writing to the Manager's request for consent pursuant to this Section B within fifteen (15) business days of receipt of such request, such Member shall be deemed to have consented to the Manager's request.

10. Notwithstanding any restriction or limitation on the Manager set forth in this Section B, the Manager is hereby empowered to enter into the agreement referenced in the last paragraph of Article II, Section 7, of the Company's Operating Agreement.

III. The terms of the foregoing amendment were adopted with the unanimous agreement of all of the Members and the Manager of the Company as a term of the Company's Operating Agreement.

IV. The Florida Secretary of State is hereby requested to approve and file these Articles of Amendment in accordance with Chapter 605, Florida Statutes.

V. These Articles of Amendment shall become effective on the date of their filing with the office of the Florida Secretary of State.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment  
on April 19, 2018.

**RARL Management Company, LLC**  
Manager

By:

  
Gino A. Taliento, Manager

By:

  
Michael G. Emmons, Manager

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