

218000234641

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ WAIT

☐ MAIL

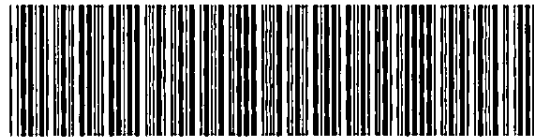
(Business Entity Name)

(Document Number)

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**THE COHRS LAW GROUP, P.A.**

ATTORNEYS AND COUNSELORS AT LAW

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† Denis A. Cohrs, Esq.  
Robert B. Hicks, Esq., of counsel

† Board Certified Real Estate Attorney

**VIA FEDEX**

October 8, 2018

Department of State  
Division of Corporations  
Corporate Filings  
2661 Executive Center Circle  
Tallahassee, FL 32301

FILED  
2018 OCT 15 PM 3:34  
TALLAHASSEE, FLORIDA  
CLERK OF THE CIRCUIT COURT

**RE: Roo Properties Florida, LLC**

Dear Sir/Madam:

Enclosed please find an original and one copy of the fully executed Amended and Restated Articles of Organization in connection with the referenced LLC. Please file the Articles and return one file-stamped copy to this office in the self addressed stamped envelope enclosed for your convenience. Also enclosed is this firm's check in the amount of \$25.00, representing the amount necessary to file said Articles.

If you should have any questions or concerns, please do not hesitate to contact this office.

Sincerely,

Denis A. Cohrs

DAC/bav

Enclosures

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
ROO PROPERTIES FLORIDA, LLC**

**ROO PROPERTIES FLORIDA, LLC**, a limited liability company organized and existing under the laws of the State of Florida (the "Company"), the Articles of Organization of which were filed on October 5, 2018, effective October 3, 2018 and assigned Document Number L18000234641 under the hand of its undersigned authorized agent, hereby certifies that on October 5, 2018, the members of the Company duly adopted and approved an amendment to the Articles of Organization of the Company deleting all Articles thereof, in their entirety, and by substituting therefor the following:

(All capitalized terms contained in these Articles of Organization shall have the meaning ascribed to them herein or in Chapter 605, Florida Statutes. The Revised Florida Limited Liability Act).

**ARTICLE I  
NAME**

The name of this Limited Liability Company is **ROO PROPERTIES FLORIDA, LLC**.

**ARTICLE II  
COMMENCEMENT OF EXISTENCE AND DURATION**

The existence of this Limited Liability Company (the "Company") shall commence as of the date of the initial filing of Articles of Organization, and it shall thereafter have perpetual existence.

**ARTICLE III  
MAILING ADDRESS AND PRINCIPAL OFFICE**

The principal place of business of the Company shall be:

**2841 Executive Drive, Suite 120  
Clearwater, FL 33762**

and such other place or places in or outside of the State of Florida as the Company may from time to time determine.

**FILED**  
2018 OCT 16 PM 3:04  
CLERK OF DISTRICT COURT  
CLARKE COUNTY FLORIDA

**ARTICLE IV**  
**REGISTERED AGENT**

The initial Registered Agent and Registered Office of the Company shall be:

**The Cohrs Law Group, P.A.**  
**2841 Executive Drive, Suite 120**  
**Clearwater, Florida 33762**

**ARTICLE V**  
**PURPOSE**

The Company may engage in the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Florida.

**ARTICLE VI**  
**OPERATING AGREEMENT**

The Members of the Company shall adopt an Operating Agreement containing all provisions for the regulation and management of the Company not inconsistent with laws of the State of Florida or these Articles.

**ARTICLE VII**  
**MANAGEMENT OF BUSINESS**

The Company shall be member managed. The conduct and management of the Company, pursuant to specific rules regarding the rights and duties of the Manager or Managers as enumerated in the Operating Agreement of the Company, shall be vested in a Manager appointed by member or members who shall at all times retain the right to remove or replace the Manager or Managers.

**ARTICLE VIII**  
**INITIAL MANAGER**

The names and business addresses of the initial Manager of this Company is

**Denis A. Cohrs**  
**2841 Executive Drive**  
**Suite 120**  
**Clearwater, FL 33762**

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**2018 OCT 15 PM 3:04**  
**CLERK OF DISTRICT COURT**  
**1ST JUDICIAL CIRCUIT**  
**IN AND FOR THE STATE OF FLORIDA**

**ARTICLE IX**  
**OWNERSHIP OF PROPERTY**

Real or personal property originally brought into or transferred to the Company, or acquired by the Company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of the Company.

**ARTICLE X**  
**TRANSFERABILITY OF MEMBERS' INTEREST**

A Member's interest in the Company may be transferred, whether voluntarily or involuntarily, only with the unanimous written consent of all the remaining Members of the Company if the transferee intends to become a Member. Without this consent, the transferee shall not be entitled to become a Member or to participate in the management of the Company.

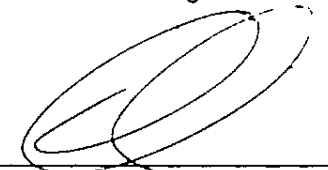
**ARTICLE XI**  
**ADMISSION OF NEW MEMBERS**

Additional Members may be admitted from time to time on such terms and conditions as are set forth by a unanimous vote of all existing Members.

**ARTICLE XII**  
**AMENDMENTS**

These Articles may be amended from time to time by the majority agreement of the Members, and the amendments shall be filed with the Florida Department of State, duly signed by an Authorized Representative of the Company.

**IN WITNESS WHEREOF**, the undersigned, as an authorized agent and representative for all Members, has executed these Amended and Restated Articles of Organization on this 21 day of October, 2018

  
\_\_\_\_\_  
Denis A. Cohrs, authorized agent.

**FILED**  
2018 OCT 15 PM 3:54  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

**CERTIFICATE OF ACCEPTANCE OF  
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in these Articles, I hereby acknowledge that I am familiar with my obligations as Registered Agent and agree to act in this capacity, and I further agree to comply with the provisions of all laws and regulations relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
**Denis A. Cohrs**

Date: October 5, 2018

**FILED**

2018 OCT 15 PM 3:34

CLERK OF SUPERIOR COURT  
JANUARY 11, 2018