

6/13/2019

Division of Corporations

Florida Department of State
Division of Corporations
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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
MRE 1, LLC**

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JUN 14 2019

FILED
19 JUN 13 PM 9:21
STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
MRE I, LLC**

MRE I, LLC, a limited liability company organized and existing under and by virtue of the provisions of the Florida Revised Limited Liability Company Act of the State of Florida does hereby certify:

1. That the name of this company is MRE I, LLC, and that this company was originally organized with such name pursuant to the Florida Revised Limited Liability Company Act on October 8, 2018.

2. These Amended and Restated Articles of Organization were adopted by the members pursuant to Section 605.0202, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles supersede the initial Articles of Organization as filed with the Florida Secretary of State on October 8, 2018.

Resolved, that the initial Articles of Organization be amended and restated in its entirety to read as follows:

Article I. Name

The name of this Florida limited liability company is:

Punto Nemo, LLC

Article II. Address

The Company's street and mailing address is:

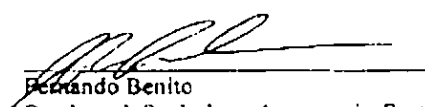
6920 SW 94th Ct.
Miami, FL 33173

Article III. Registered Agent

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

Fernando Benito
6920 SW 94th Ct.
Miami, FL 33173

Having been named as registered agent and to accept service of process for the above stated limited liability 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 Chapter 605, F.S.


Fernando Benito

By: Joseph Panholzer, Attorney-in-Fact

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

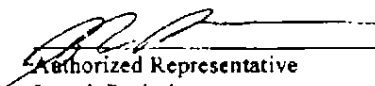
This will be a Manager-Managed company. The name and address of each Manager is:

Fernando Benito
6920 SW 94th Ct.
Miami, FL 33173

Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.


Authorized Representative
Joseph Panholzer

06/13/2019
Date

FILED
19 JUN 13 PM 9:21
SOUTHERN
FIDELITY
MILWAUKEE, FLORIDA