

Division of Corporations

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Florida Department of State
Division of Corporations
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Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN CALEDONIAN LLC

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

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 of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Caledonian, LLC

Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on October 26, 2018.

Article III. Address

The Company's street address is:

Caledonian, LLC
4902 SE Schooner Oaks Way
Stuart FL 34997

The Company's mailing address is:

4902 SE Schooner Oaks Way
Stuart FL 34997

Article IV. Registered Agent

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

Mark Brechbill
215 SW Federal Hwy Ste 200
Stuart FL 34994

Mark Brechbill, PLLC
215 SW Federal Hwy Ste 200
Date: September 18, 2020
Stuart FL 34994
772-220-3380 x 100

FILED
CLERK OF DISTRICT COURT
JAN 13 2021
STUART, FLORIDA

Article V. Classes of Membership

The Company's Operating Agreement provides for a number of classes of membership that bestow specific rights and obligations on the members of each class, depending on the member's participation in that class. These rights and obligations are unique to each class and may include the right to become a member; vote; receive guaranteed payments or preferential distributions, either upon liquidation or prior to liquidation; the ability to collateralize their membership interest; as well as any obligation to provide additional capital, or guarantee debt. The Operating Agreement may also place restrictions on the ability to control or influence the management of the Company, the timing and payment of distributions, the allocation of profits, losses, and ownership, the transferability of a member's membership interest, including the right to vote that interest, and the liquidation or dissolution of the Company.

Article VI. Transferability of Membership Interests

Except as otherwise provided in the Operating Agreement, no member may transfer all or any part of his or her interest to any person, whether voluntarily, involuntarily or by operation of law, without the prior written consent of all of the members, which consent may be withheld in the sole and absolute discretion of the members. Transfer includes the sale, exchange, pledge, encumbrance or other transfer or disposition by a member of any part of his or her interest, whether for valuable consideration or as a gift. Furthermore, in no event shall any transferee or assignee of an interest have any right to be admitted to the Company as a member, whether or not the transfer was approved by the prior written consent of all of the members. If a transfer of a member's interest is approved by the prior written consent of the members, but the transferee is not admitted to the Company as a member, then the transferee shall have no right to become a member, to participate in the management of the Company, or to exercise any of the rights or powers of a member. The transferee 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 transferor was entitled, to the extent assigned, pursuant to the rights and obligations of that class of membership interest as delineated in the Company's Operating Agreement.

Mark Brechbill, PLLC
215 SW Federal Hwy Ste 200
Date: September 18, 2020
Stuart FL 34994
772-220-3380 x 100

Article VII. Distributions

Unless otherwise provided in the Company's Operating Agreement, distributions upon liquidation, or prior to liquidation, guaranteed payments for services or guaranteed payments for the use of capital, and any other return of capital, preferential or otherwise, is at the sole and absolute discretion of the Manager, who is not required to be a member, and whose election, appointment, or removal may be restricted by the Operating Agreement, or may require the written consent of all voting members, or of the Manager

Article VIII. Management

The Company will be Manager managed, and the Manager may, but does not have to be a member. The name and address of the Manager is:
SEAMUS BRODIE
4902 SE Schooner Oaks Way Stuart FL 34997

Article IX. 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.

Caledonian, LLC

By: Jenisa Irizarry

Name: Jenisa Irizarry

Title: Attorney-in-Fact for Seamus Brodie, Manager

Date: September 18, 2020

Mark Brechbill, PLLC
215 SW Federal Hwy Ste 200
Date: September 18, 2020
Stuart FL 34994
772-220-3380 x 100

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

Caledonian, LLC

REGISTERED AGENT/OFFICE:

Mark Brechbill

215 SW Federal Hwy Ste 200

Stuart FL 34994

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



MARK BRECHBILL

by Jenisa Irizarry, Attorney-in-Fact

Mark Brechbill, PLLC
215 SW Federal Hwy Ste 200
Date: September 18, 2020
Stuart FL 34994
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