

L180000267255

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

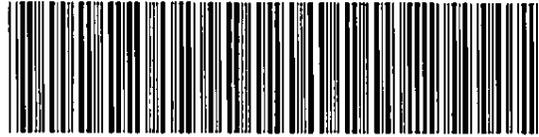
Special Instructions to Filing Officer:

File 1st

Office Use Only

M. MOON

NOV 20 2018



400321045604

FILED
18 NOV 19 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 NOV 19 PM 4:07
TALLAHASSEE, FLORIDA

FILE 1ST

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

FILED
18 NOV 19 AM 9:58
SECRETARY OF STATE
TALLHASSEE, FLORIDA

ACCOUNT NO. : I20000000195

REFERENCE : 496061 4381472

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 125.00

ORDER DATE : November 19, 2018

ORDER TIME : 2:56 PM

ORDER NO. : 496061-005

CUSTOMER NO: 4381472

DOMESTIC FILING

NAME: ZOM LUDLAM TRAIL GP, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Croft - EXT. 62925

EXAMINER'S INITIALS: _____

ZOM LUDLAM TRAIL PARTNERS, LLC
2001 Summit Park Drive, Suite 300
Orlando, Florida 32810

November 14, 2018

Office of the Secretary of State
State of Florida – Filing Section

FILED
18 NOV 19 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: ZOM LUDLAM TRAIL PARTNERS, LLC
ZOM LUDLAM TRAIL GP, LLC
ZOM LUDLAM TRAIL HOLDING, LP
ZOM LUDLAM TRAIL GP, LP
Our File No. 132438.00080

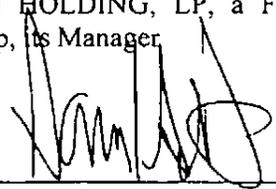
Dear Sir or Madam:

Please allow this letter to serve as consent by ZOM LUDLAM TRAIL PARTNERS, LLC for ZOM LUDLAM TRAIL GP, LLC, ZOM LUDLAM TRAIL HOLDING, LP, and ZOM LUDLAM TRAIL GP, LP, to be formed as a Florida limited liability company with the name "ZOM LUDLAM TRAIL GP, LLC" and Florida limited partnerships with the names "ZOM LUDLAM TRAIL HOLDING, LP and ZOM LUDLAM TRAIL GP, LP". Any potential name conflicts are hereby waived.

Any questions regarding this instrument should be directed to Counsel for the Company, Peter A. Schoemann, Esquire, c/o Nelson Mullins Riley & Scarborough (407) 839-4225.

ZOM LUDLAM TRAIL PARTNERS, LLC, a
Florida limited liability company

By: ZOM HOLDING, LP, a Florida limited
partnership, its Manager

By: 
Samuel C. Stephens, III
Executive Vice President

ARTICLES OF ORGANIZATION

OF

ZOM LUDLAM TRAIL GP, LLC

The undersigned, acting as the organizer of ZOM LUDLAM TRAIL GP, LLC, under the Revised Florida Limited Liability Company Act, Chapter 605, Fla. Stat., adopts, the following Articles of Organization:

FILED
18-00419 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the limited liability company is ZOM LUDLAM TRAIL GP, LLC (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the limited liability company is 2001 Summit Park Drive, Suite 300, Orlando, Florida 32810.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The Company is to be managed by a Manager. The Manager shall be elected as described in the Operating Agreement. The name and address of the manager to serve as the initial manager until the first annual meeting of members or until his successor is elected and qualified is:

<u>Name</u>	<u>Address</u>
ZF Development II, LP	2001 Summit Park Drive, Suite 300 Orlando, Florida 32810

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members as provided in the Operating Agreement.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, Fla. Stat.

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be Corporation Service Company, and the street address of the Company's initial registered office is 1201 Hays Street, Tallahassee, Florida 32301.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

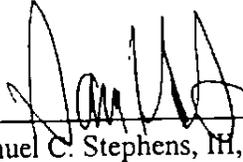
ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

18 NOV 19 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

IN WITNESS WHEREOF, the undersigned Authorized Representative has executed these Articles of Organization as of this 16th day of November, 2018.



Samuel C. Stephens, III, Authorized Representative

FILED
18 NOV 19 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[SIGNATURE PAGE TO ARTICLES OF ORGANIZATION]

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is ZOM LUDLAM TRAIL GP, LLC.

2. The name and address of the registered agent and office is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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.

CORPORATION SERVICE COMPANY

By: Emily Croft
Name: Emily Croft
Title: Asst. Vice President

Dated this 19 day of Nov., 2018.

FILED
18 NOV 19 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA