

Division of Corporations

Florida Department of State  
Division of Corporations  
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**L19000072854**

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To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : NELSON MULLINS RILEY & SCARBOROUGH LLP  
Account Number : I20160000081  
Phone : (407) 839-4277  
Fax Number : (407) 839-4264

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: EricLipp@EastLakeCD.com

**FLORIDA LIMITED LIABILITY CO.  
ELCD Development, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

**FILED**  
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**ARTICLES OF ORGANIZATION  
OF  
ELCD DEVELOPMENT, LLC**

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

**ARTICLE I - Name:**

The name of the limited liability company is ELCD Development, LLC (the "Company").

**ARTICLE II - Address:**

The mailing and street address of the principal office of the Company is 3010 3<sup>rd</sup> Avenue South, Birmingham, Alabama 35233.

**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 its members, unless and until one or more managers are appointed in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers shall be elected as described in the Operating Agreement.

**ARTICLE V - Admission of Additional Members:**

The Company shall admit new members only upon the unanimous written consent of all the then existing Members of the Company, unless otherwise prescribed by 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 Eric H. Lipp, and the street address of the Company's initial registered office is 913 S. Parsons Avenue, Suite A, Brandon, Florida 33511.

**ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

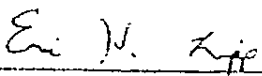
**ARTICLE IX - Indemnification:**

Each individual or entity who is or was a Manager or Member 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 Manager or Member 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 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 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.

**IN WITNESS WHEREOF**, the undersigned member representative has executed these Articles of Organization as of the 21<sup>st</sup> day of March, 2019.

  
\_\_\_\_\_  
Name: Eric H. Lipp

**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 ELCD DEVELOPMENT, LLC.

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

Eric H. Lipp  
913 S. Parsons Avenue, Suite A  
Brandon, FL 33511

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.

By: Eric H. Lipp  
Eric H. Lipp

Dated the 21<sup>st</sup> day of March, 2019.

**LAW OFFICE OF  
GARY B. LEUCHTMAN, PLLC**

**GARY B. LEUCHTMAN**  
**BOARD CERTIFIED IN WILLS, TRUSTS & ESTATES**  
**KIMBERLY S. SULLIVAN**

**921 NORTH PALAFOX STREET**  
**PENSACOLA, FLORIDA 32501**  
**(850) 316-8179**  
**LEUCHTMANLAW.COM**

**FACSIMILE COVER SHEET  
FOR IMMEDIATE DELIVERY AND ATTENTION**

**To:** Division of Corporations  
Attn: Keyna Page

**From:** Gary B. Leuchtmann

**Re:** R&R of Northwest Florida, LLC (((11190000794653)))

**Date:** March 21, 2019

**Message:** Please find attached the corrected Fax Auditing Sheet and Articles of Organization along with the required correspondence from the Florida Division of Corporations.

**The information contained in this facsimile message is legally privileged and confidential information intended only for the use of the individual or entity named below. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of the facsimile is strictly prohibited. If you have received this telecopy in error, please immediately notify us by phone and return the original message to us via U.S. mail to the address shown above.**

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March 11, 2019

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

LAW OFFICE OF GRAY B LEUCHTMAN

SUBJECT: R&R NORTHWEST FLORIDA, LLC  
REF: W19000023150

We have received your document for R&R NORTHWEST FLORIDA, LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

PLEASE PRINT FAX AUDIT SHEET IN PORTRAIT SETTING.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Keyna E Page  
Regulatory Specialist II

FAX Aud. #: H19000079465  
Letter Number: 419A00004817

P.O BOX 6327 - Tallahassee, Florida 32314