

L19000 086 403

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

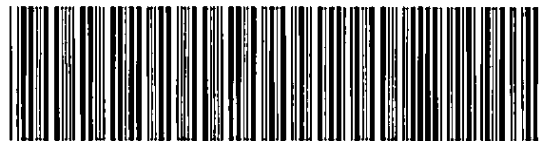
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12/20/19--01010--024 \*\*30.00

10/31/19--01020--015 \*\*35.00

S TALLENT  
DEC 27 2019

FILED  
2019 DEC 23 PM 2:57  
CLERK OF COURT  
JAN 1, 2020

Amended &  
Re-stated



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 12, 2019

MARSHA R. FIELDING  
5085 FORTUNE POND ROAD  
VERNON, FL 32462

SUBJECT: J&M FIELDING PROPERTIES, LLC  
Ref. Number: L19000086403

We have received your document and check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

PLEASE NOTE THE FILING FEE AND CERTIFIED COPY TOTALS \$55.00 AND YOU HAVE PAID \$25.00 TOWARDS THE BALANCE. YOUR AMOUNT DUE WILL BE \$30.00. YOUR CHECK FOR \$18.75 IS BEING RETURNED, SO IT CAN BE REPLACED. SEE FEE SCHEDULE ATTACHED. PLEASE RESUBMIT.

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) 245-6050.

Susan Tallent  
Regulatory Specialist II

Letter Number: 919A00025291



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 2, 2019

MARSHA R. FIELDING  
5085 FORTUNE POND ROAD  
VERNON, FL 32462

SUBJECT: J&M FIELDING PROPERTIES, LLC  
Ref. Number: L19000086403

We have received your document and check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

YOU MUST SUBMIT EITHER THE ARTICLES OF AMENDMENT OR THE AMENDED ARTICLES OF ORGANIZATION, BUT NOT BOTH. PLEASE AMEND ACCORDINGLY.

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) 245-6050.

Susan Tallent  
Regulatory Specialist II

Letter Number: 119A00024372

J&M Fielding Properties, LLC  
5085 Fortune Pond Road  
Vernon, FL 32462

December 9, 2019

Florida Department of State  
Division of Corporations  
Attn: Susan Tallent, Regulatory Specialist II  
PO Box 6327  
Tallahassee, FL 32314

Re: J&M Fielding Properties, LLC  
Ref. # L19000086403

Dear Ms. Tallent:

I am in receipt of your letter dated December 2, 2019, a copy of which is enclosed. I have attempted to contact you by telephone; however, there is a problem with the Division's phones as all calls continue to be routed through the automated system and then ultimately disconnected. However, in accordance with your letter, please find enclosed an Amended and Restated Articles of Organization of J&M Fielding Properties, LLC ("Amended Articles") along with one copy of the Amended Articles. Also enclosed please find a check in the amount of \$18.75 for the remaining cost of the filing of the Amended Articles and for a certified copy thereof. Please file the Amended Articles at your earliest convenience, and return a certified copy to me.

Thank you for your assistance with this matter. If there are any questions, please do not call me at the below number.

Sincerely,

  
Marsha R. Fielding  
(850) 726-0065

Encl.

*Rec 12/11/19*

J&M Fielding Properties, LLC  
5085 Fortune Pond Road  
Vernon, FL 32462

December 18, 2019

Florida Department of State  
Division of Corporations  
Attn: Susan Tallent, Regulatory Specialist II  
PO Box 6327  
Tallahassee, FL 32314

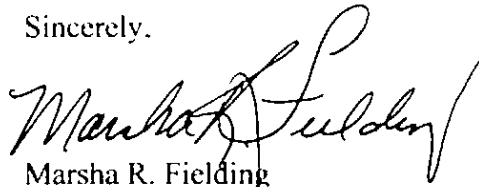
Re: J&M Fielding Properties, LLC  
Ref. # L19000086403

Dear Ms. Tallent:

I am in receipt of your letter dated December 12, 2019, a copy of which is enclosed. In that regard, please find enclosed a check in the amount of \$30.00 for the remaining cost of the filing of the Amended Articles and for a certified copy thereof. Please file the Amended Articles at your earliest convenience, and return a certified copy to me.

Thank you for your assistance with this matter. If there are any questions, please do not call me at the below number.

Sincerely,

A handwritten signature in black ink, appearing to read "Marsha R. Fielding", with a stylized flourish at the end.

Marsha R. Fielding  
(850) 726-0065

Encl.

## COVER LETTER

**TO: Registration Section  
Division of Corporations**

**SUBJECT:** J&M FIELDING PROPERTIES, LLC

\_\_\_\_\_  
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

MARSHA R. FIELDING

\_\_\_\_\_  
Name of Person

\_\_\_\_\_  
Firm/Company

5085 FORTUNE POND ROAD

\_\_\_\_\_  
Address

VERNON, FL 32462

\_\_\_\_\_  
City/State and Zip Code

marsha\_fielding@yahoo.com

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marsha R. Fielding

850

726-0065

at (\_\_\_\_\_) \_\_\_\_\_

\_\_\_\_\_  
Name of Person

\_\_\_\_\_  
Area Code

\_\_\_\_\_  
Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &  
Certificate of Status

☐ \$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐ \$60.00 Filing Fee,  
Certificate of Status &  
Certified Copy  
(additional copy is enclosed)

### MAILING ADDRESS:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

### STREET/COURIER ADDRESS:

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF J&M FIELDING PROPERTIES, LLC,  
a Florida limited liability company

WHEREAS, the Articles of Organization of J&M Fielding Properties, LLC, were effective and filed on March 28, 2019, with the Secretary of State of Florida, Document Number L19000086403;

WHEREAS, this instrument was adopted pursuant to the Operating Agreement and Chapter 605 of the Florida Statutes by the Members of J&M Fielding Properties, LLC to evidence the vote of the Members held on October 30, 2019.

WHEREAS, this instrument may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which when taken together shall constitute one and the same agreement. To facilitate the execution of this instrument, the parties each agree that any signature delivered by facsimile or other electronic transmission shall be deemed to be an original signature.

NOW, THEREFORE, pursuant to Chapter 605 of the Florida Statutes, the limited liability company hereby amends and restates the Articles of Organization as follows:

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

2019 DEC 23 PM 3:57  
FILE

We further declare that the following Articles will serve as the Charter and authority for the conduct of business of the limited liability company.

#### ARTICLE I

Name and principal place of business. The name of the limited liability company shall be J&M FIELDING PROPERTIES, LLC, and its mailing address shall be 5085 Fortune Pond Road, Vernon, Florida 32462, and its principal office shall be located at 5085 Fortune Pond Road, Vernon, Florida 32462, but it shall have the power and authority to establish branch offices at any other place or places as their members may designate.

#### ARTICLE II

Purposes and power. This limited liability company shall be authorized to engage in any activity or business authorized by the laws of the State of Florida. In facilitation of that general grant of power and purpose, by way of illustration and not limitation, the limited liability company is authorized to do the following:

1. To own, sell, transfer, convey, mortgage, pledge or encumber any real or personal property.

2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or any political or administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.

3. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.



### ARTICLE III

Exercise of powers. All limited liability company powers not expressly reserved to the members shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, one or more managers of this limited liability company.

### ARTICLE IV

Management. This limited liability company is to be managed by one or more managers and the names and addresses of the initial managers who are to serve are:

Walter R. Fielding  
5085 Fortune Pond Road  
Vernon, FL 32462

Marsha R. Fielding  
5085 Fortune Pond Road  
Vernon, FL 32462

Patrick C. Garner  
1607 Hickory Avenue  
Panama City, FL

### ARTICLE V

Membership restrictions. A member's interest in the limited liability company may be sold or otherwise transferred in accordance with the Operating Agreement. Members shall have the right to admit new members in accordance with the Operating Agreement. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining member(s) shall have the right to continue the business in accordance with the Operating Agreement.

ARTICLE VI

Capital contributions. Capital contributions in the amount of \$1,000.00 shall be paid to the limited company by the members based upon their pro rata ownership. Additional contributions will be made as required for investment purposes, as set forth in the Operating Agreement.

ARTICLE VII

Duration. This limited liability company shall exist perpetually commencing on March 28, 2019 and continuing until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

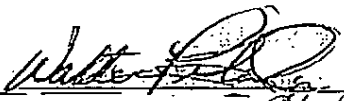


ARTICLE VIII

Initial registered agent. The name and address of the initial registered agent of the limited liability company is:

Marsha R. Fielding  
5085 Fortune Pond Road  
Vernon, FL 32462

The undersigned, being the managers and the members of the limited liability company, certifies that this instrument constitutes the Articles of Organization of J&M FIELDING PROPERTIES, LLC.

Executed this 30<sup>th</sup> day of October, 2019.

  
\_\_\_\_\_  
  
Marsha R. Fielding  
  
\_\_\_\_\_  
Patrick C. Garner