

L19 000 303 497

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

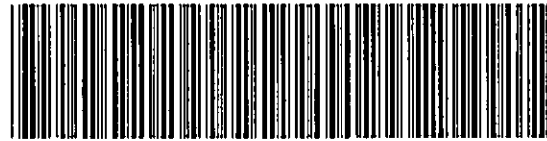
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800338708928

01/06/20--01017--022 **35.00

FILED

2020 FEB 12 AM 8:43

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32310

FEB 13 2020

S. YOUNG



ARNOLD LAW FIRM

Shawn A. Arnold, Esq.**
Melissa Gross-Arnold, Esq.**
John P. Leombruno, Esq.*
Braxton A. Padgett, Esq.

Serving
Clients
Throughout
Florida

* Board Certified Criminal Trial Attorney | * Licensed in Florida, Georgia & Colorado | * Board Certified City, County & Local Government Law | * Board Certified Education Law | * Florida Supreme Court Certified Family Mediator

February 10, 2020

Registration Section
Division of Corporations
Attn: Shelia H. Young
2415 N. Monroe Street, Suite 810
Tallahassee, Florida 32303

Re: OSCS Properties, LLC
Ref Number: L19000303497

Dear Ms. Young:

Please find enclosed the revised Cover Letter as well as our Amended Articles of Organization for OSCS Properties, LLC.

Should you have any questions or concerns, please do not hesitate to contact me.

Sincerely,

Katherine E. Sevier
Paralegal
ksevier@arnoldlawfirmllc.com

2020 FEB 12 PM 11:47



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 3, 2020

MELISSA GROSS-ARNOLD, ESQ., B.C.S.
ARNOLD LAW FIRM
6279 DUPONT STATION COURT
JACKSONVILLE, FL 32217

SUBJECT: OSCS PROPERTIES, LLC
Ref. Number: L19000303497

We have received your document for OSCS PROPERTIES, LLC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The form you submitted is for a CORPORATION - 617.1007 FLORIDA STATUTES, but your entity is a LLC. Please complete and return the enclosed blank form(s).

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.

Shelia H Young
Regulatory Specialist II

Letter Number: 820A00002434

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: OCSC 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:

Melissa Gross-Arnold, Esq., B.C.S.

Name of Person

Arnold Law Firm

Firm/Company

6279 Dupont Station Court

Address

Jacksonville, FL 32217

City/State and Zip Code

melissa@arnoldlawfirmllc.com

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

For further information concerning this matter, please call:

Melissa Gross-Arnold, Esq., B.C.S.

904

731-3800

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 Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED

2020 FEB 12 AM 8:43

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AMENDED ARTICLES OF ORGANIZATION OSCS PROPERTIES, LLC

These Amended and Restated Articles of Organization ("Articles") of OSCS PROPERTIES, LLC, a Florida limited liability corporation (the "Corporation"), dated and effective as of December 17, 2019, are being duly executed and filed to amend, completely restate and supersede the Corporation's Articles of Organization, which were originally filed and effective as of December 16, 2019. These Amended and Restated Articles of Organization were duly executed and are being filed in accordance with Section 617.1007, Florida Statutes.

ARTICLE I NAME

The name of the Limited Liability Company is OSCS Properties, LLC (the "LLC").

ARTICLE II ADDRESS

The mailing address and principal office of the LLC is: 100360 Overseas Highway, Key Largo, Florida 33037.

ARTICLE III MEMBERSHIP AND FORM OF MANAGEMENT

The LLC shall be Member-Managed within the meaning of Section 605.0407, Florida Statutes, and have a single member consisting of Ocean Studies Charter School, Inc., a Florida nonprofit corporation (the "Member"). The LLC shall not admit any additional members at any time. The LLC shall be governed by the Act, these Articles, and the Operating Agreement, of even date herewith.

ARTICLE IV PURPOSE

The purpose for which this LLC is organized is to further the charitable and educational purposes of its Member. The LLC will also qualify for derivative tax exempt status as a disregarded entity within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or a related section of a successor statute (the "Code"), by virtue of its relationship with the Member. The LLC will also qualify through its exempt status relationship derived from its Member as a charitable organization for purposes of receiving deductible gifts and grants within the meaning of Section 170(b)(1)(A) of the Code, and to engage in any lawful act or activity for which limited liability companies may be organized under Florida law and are not otherwise prohibited by these Articles of Organization or the LLC's Operating Agreement or the Code. However, nothing herein shall be construed as allowing any activities which would jeopardize the Member's tax-exempt status or otherwise be inconsistent with the Member's classification as an organization described in Section 501(c)(3) of the code and its regulations as they now exist or may hereafter

be amended, or as a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE V REGISTERED AGENT

The name and address of the registered agent of the Limited Liability Company is Trisha Woods, 100360 Overseas Highway, Key Largo, Florida 33037.

ARTICLE VI AMENDMENTS OR RESTATEMENTS

Any amendment or restatement of these Articles of Organization shall be in writing and shall not be effective unless and until approved in writing by the Member. No oral representations by the Member shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, these Articles of Organization.

The foregoing Amended and Restated Articles of Organization were adopted by a majority of a quorum of the Board of Directors.



David Thompson, President
Ocean Studies Charter School, Inc.
(member of OSCS Properties, LLC)

Approved by Member.



David Thompson, President
Ocean Studies Charter School, Inc.