

6/21/2020

Division of Corporations

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To:

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Email Address: gthomas@barneswalker.com

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
PALMETTO TOWER TYJ LLC

Certificate of Status	0
Certified Copy	1
Page Count	<del>7</del> 7
Estimated Charge	\$55.00

*Follow-up Fax - see letter attached.*

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May 22, 2020

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

PALMETTO TOWER TYJ LLC  
411 19TH ST S  
ST PETERSBURG, FL 33712

SUBJECT: PALMETTO TOWER TYJ LLC  
REF: L20000043989

We have received your document for PALMETTO TOWER TYJ LLC and the authorization to debit your account in the amount of \$55.00. However, the document has not been filed and is being returned for the following:

The effective date must be specific and cannot be prior to the date of filing.

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.

Yasemin Y Sulker  
Regulatory Specialist III

FAX Aud. #: H20000151079  
Letter Number: 720A00010369

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
PALMETTO TOWER TYJ, LLC**

**ARTICLE I  
Name**

The name of the limited liability company ("Company") is Palmetto Tower TYJ, LLC.

**ARTICLE II  
Address**

The initial mailing address of the Company's principal office is 600 8<sup>th</sup> Avenue West, Suite 203, Bradenton, FL 34221. The initial street address of the Company's principal office is 600 8<sup>th</sup> Avenue West, Suite 203, Bradenton, FL 34221.

**ARTICLE III  
Purpose and Duration**

The purpose of this Company is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Company shall have all powers given limited liability companies under the Laws of the State of Florida. The period of duration of this Company is perpetual.

**ARTICLE IV  
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Jason Ellis. The address of the Company's registered office in Florida is 600 8<sup>th</sup> Avenue West, Suite 203, Palmetto, FL 34221.

**ARTICLE V  
Management**

A. The Company is to be managed by a Manager or Managers who will generally serve from annual meeting to annual meeting of the Member(s) (or until a replacement is qualified and elected) unless the Company's Operating Agreement, if any, dictates otherwise. The initial Manager(s), however, shall serve at least until the organizational meeting of the Company and are identified as follows:

Marcus P. Quinn will be a Manager and, as such, hold the following Officer positions: President and CEO of the Company. His address is 1703 Palma Sola Blvd, Bradenton, FL

34209.

David L. Perkins will be a Manager and, as such, hold the following Officer position: Secretary of the Company, His address is 600 8<sup>th</sup> Avenue West, Suite 203, Bradenton, FL 34221.

David Kayne will be a Manager and, as such, hold the following Officer positions: Treasurer and CFO of the Company. His address is 5610 Captains Court, Gainesville, GA 30504.

B. The Managers, acting jointly and not alone, shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 605.0109, as from time to time amended, including, but not limited to, conduct the Company's business and the power to acquire, mortgage, encumber, sell, lease, convey, and transfer the Company's real and personal property, except:

1. Without having first obtained the prior written consent of a majority in interest of the Member(s), the Manager(s) shall not cause or permit the Company to:

a. Sell, convey, transfer, assign, mortgage, refinance, pledge, encumber, trade, exchange, or otherwise dispose of, or lease for more than 15 years, or execute and deliver any deed, mortgage, or lease of, any Company real property, or any part or interest thereof, or;

b. File a petition in bankruptcy, make a general assignment for the benefit of creditors, or apply for other such relief available under similar laws or regulations, or;

c. Hire, terminate, or modify the terms of employment of any Manager, or;

d. Cause this Company to enter into a joint venture or partnership with any other person or entity, or;

e. Invest in the debt or equity of any other entity, or;

f. Authorize this Company to be a party to any merger, consolidation, reclassification, reorganization or other similar transaction.

If any Member shall not object in writing to the Manager(s)'s request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Manager(s)'s request.

2. Without having first obtained the prior written consent of all of the Member(s), the Manager(s) shall not amend these Articles or the Operating Agreement, if any, of the Company to:

a. Reduce the "LLC Interest" (the Member's transferrable interest

and membership rights as defined by Florida Statutes, and further supplemented by the Company's Operating Agreement, if any), "Member Status" (the Member's rights as a member separate from the Member's transferrable interest as defined by Florida law, and further supplemented by the Company's Operating Agreement, if any), rights, privileges, or benefits or enlarge the duties and obligations of the Member(s), or;

b. Enlarge the LLC Interest, Member Status (if applicable), rights, privileges, or benefits or reduce the duties and obligations of the Manager(s), or;

c. Modify the duration of this Company, or;

d. Affect the rights or restrictions regarding the assignability of Member Status or Transferable Interest, or;

e. Amend this Article V, or;

f. Dissolve or terminate the existence of this Company, or;

g. Do any act that is prohibited by, or fail to do any act that is required by, a resolution of the Members.

If any Member shall not object in writing to the Manager(s)'s request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Manager(s)'s request.

C. A "majority in interest," without more, shall mean a simple majority, as determined by their "LLC Interest Percentages" (as defined by Florida Statutes, and further supplemented by the Company's Operating Agreement, if any) in the Company, of the Member(s) of the Company.

#### **ARTICLE VI**

##### **Continuation of Business**

A majority in interest of the remaining Member(s) of the Company have the right to continue the business 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 Company.

#### **ARTICLE VII**

##### **Profits and Losses Allocation**

Profits and losses will be allocated to the Member(s) in accordance with the Operating Agreement of the Company, if any, and, if none, their ownership interest(s).

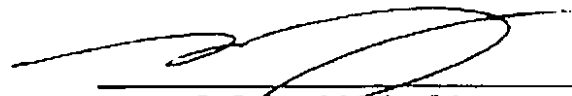
**ARTICLE VIII**  
**Amendments**

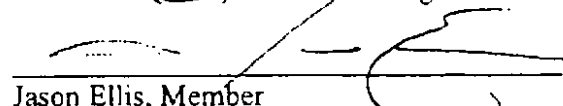
Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by a Member and countersigned by a Manager other than the executing Member, provided, however, that if a single party is the sole Member and Manager, only that party shall be required to sign said Articles of Amendment.

**ARTICLE IX**  
**Commencement**

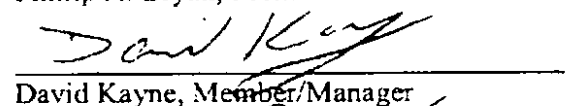
Pursuant to the provisions of Chapter 605, Florida Statutes, this Company shall begin in existence upon filing of the original Articles of Organization with the Secretary of State.

IN WITNESS WHEREOF, the undersigned Member(s) or an authorized representative of a Member has/have executed these Articles of Organization on this 30th day of April, 2020.

  
\_\_\_\_\_  
Marcus P. Quinn, Member/Manager

  
\_\_\_\_\_  
Jason Ellis, Member

  
\_\_\_\_\_  
Phillip A. Bryan, Member

  
\_\_\_\_\_  
David Kayne, Member/Manager

  
\_\_\_\_\_  
Robert Corliss, Member

  
\_\_\_\_\_  
David L. Perkins, Manager

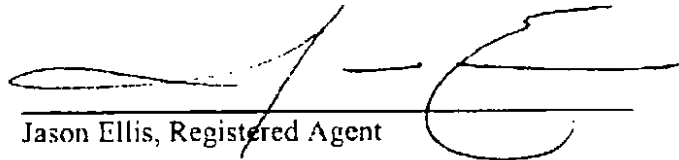
**CERTIFICATE OF DESIGNATED  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes Sections 605.0201 and 605.0113, the undersigned submits the following statement as the designated registered agent / registered office in the State of Florida for Palmetto Tower TYJ, LLC:

1. My name as registered agent and the address of my office, which shall serve as the registered office for the above-referenced limited liability company, are: Jason Ellis, 600 8<sup>th</sup> Avenue West, Suite 203, Palmetto, FL 34221.

2. Having been named as registered agent to accept service of process for the above-named limited liability company at the office designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity and to maintain its registered office. 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.

Dated: April \_\_, 2020.

  
Jason Ellis, Registered Agent