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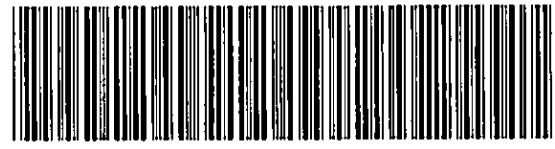
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Amend LLC

1.

Waterhouse Consulting Group, LLC
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

AMARTORGcdt
WATERAMARTSskd

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
WATERHOUSE CONSULTING GROUP, LLC
A FLORIDA LIMITED LIABILITY COMPANY

FKA

WATERHOUSE CONSULTING, LLC
A FLORIDA LIMITED LIABILITY COMPANY

Pursuant to the provisions of Section 605.0202, Florida Statutes, as amended, the undersigned limited liability company, Waterhouse Consulting, LLC, adopts the following Amended and Restated Articles of Organization. This Company's Articles of Organization were filed on December 9, 2020, to be effective January 1, 2021; Document Number L20000377016.

ARTICLE I - NAME

The name of this limited liability company shall become as follows:

Waterhouse Consulting Group, LLC

(hereinafter referred to as the "Company")

ARTICLE II -PRINCIPAL OFFICE

The principal place of business of the Company is as follows:

3263 Kranz Avenue
The Villages, Florida 32163

The mailing address of the Company is as follows:

3263 Kranz Avenue
The Villages, Florida 32163

ARTICLE III - DURATION

This Company commenced its corporate existence on January 1, 2021. This Company shall exist perpetually.

ARTICLE IV - PURPOSE

This limited liability company is organized for the following purposes:

- (a) **Real estate management;** and
- (b) The transaction of any and all other lawful business for which limited liability companies may be organized, including but not limited to those powers enumerated in Section 605.0109, Florida Statutes, as amended, and the doing of all lawful things related thereto.

ARTICLE V - MANAGEMENT

This Company is a **Manager-managed** Company and is managed by two (2) Managers. The number of Managers may be increased or decreased by the Members from time to time, but shall never be less than one (1). Any and all powers and duties conferred or imposed upon the Manager(s), in addition to those contained in Chapter 605, Florida Statutes, as amended, shall be pursuant to

the provisions of the Operating Agreement of the Company or pursuant to a duly adopted resolution of the Members. The names and addresses of the initial Managers are as follows:

Manager: Stephen T. Waterhouse
3263 Kranz Avenue
The Villages, Florida 32163

Manager: Regina S. Waterhouse
3263 Kranz Avenue
The Villages, Florida 32163

ARTICLE VI -REGISTERED AGENT AND OFFICE

The name of the registered agent and the street address of the registered agent of this Company is as follows:

Stephen T. Waterhouse
3263 Kranz Avenue
The Villages, Florida 32163

ARTICLE VII - RESTRAINT ON TRANSFER

The Members may, by agreement, impose any reasonable restraint on the sale, conveyance, gifting, transfer, encumbrance or alienation of Membership Interests.

ARTICLE VIII - AMENDMENT

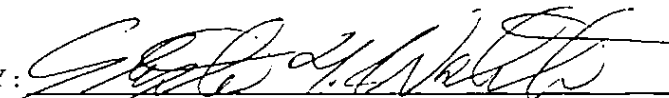
The Members reserve the right to alter, amend or repeal any provisions contained in these Articles of Organization, or to adopt new provisions, and the method for same shall be contained in the Operating Agreement of the Company. These Amended and

Restated Articles of Organization shall not be amended or repealed without a meeting.

These Amended and Restated Articles of Organization were adopted and approved by a unanimous vote of the Members of the Company on January 6, 2021. These Amended and Restated Articles of Organization were adopted and approved by a unanimous vote of the Managers of the Company on January 6, 2021. These votes were a sufficient number to approve these Amended and Restated Articles of Organization. Pursuant to Article VIII of the prior, original Articles of Organization, filed with the Florida Secretary of State, no other or further votes or approvals of the Members or the Managers were necessary.

IN WITNESS WHEREOF, the undersigned authorized Managers have executed these Amended and Restated Articles of Organization on behalf of the Company and in their capacity as Managers on this 6th day of January, 2021.

Waterhouse Consulting Group, LLC,
a Florida limited liability company
FKA Waterhouse Consulting, LLC,
a Florida limited liability company

BY: 
Stephen T. Waterhouse, Manager

BY: 
Regina S. Waterhouse, Manager

**CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT
FOR LIMITED LIABILITY COMPANY**

Pursuant to Section 605.0113, Florida Statutes, the
following is submitted:

Waterhouse Consulting Group, LLC

with its principal office as indicated in the attached Amended
and Restated Articles of Organization in the State of Florida,
has named as its Agent to accept service of process within this
State:

Stephen T. Waterhouse
3263 Kranz Avenue
The Villages, Florida 32163

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of
process for the above stated limited liability company, at the
place designated in this Certificate, I hereby acknowledge that
I am familiar with said laws of the State of Florida, and I
hereby agree to act in this capacity, and I agree to comply with
the provisions of said laws.



Stephen T. Waterhouse