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# AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF SANDBAR AMELIA, LLC

The Articles of Organization for this limited liability company were filed on January 18, 2022 and assigned Florida document number L22000019286. This amendment and restatement is to replace the original Articles of Organization in its entirety.

#### ARTICLE I - NAME

The name of this limited liability company (the "Company") is SANDBAR AMELIA, LLC.

## **ARTICLE II - ADDRESS**

The address of the principal office 201 N. New York Avenue, Suite 200, Winter Park, Florida 32789, and the mailing address of this Company is 201 N. New York Avenue, Suite 200, Winter Park, Florida 32789.

### ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 201 N. New York Avenue, Suite 200, Winter Park, Florida 32789, and the name of its initial registered agent at such address is Mitchell Goff.

#### ARTICLE IV - MANAGEMENT OF THE COMPANY

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The names, titles, and addresses of the initial persons authorized to manage and control the Company are as follows:

Artistry Manager Sandbar, LLC Manager 201 N. New York Avenue, Ste 200 Winter Park, FL 32789

Michael Wood, Executive Vice President 201 N. New York Avenue, Ste 200 Winter Park, FL 32789

William Headley, Executive Vice President 201 N. New York Avenue, Ste 200 Winter Park, FL 32789 Barry Goff, CEO 201 N. New York Avenue, Ste 200 Winter Park, FL 32789

Mitchell Goff, Vice President 201 N. New York Avenue, Ste 200 N. Winter Park, FL 32789

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#### ARTICLE V - LIMITED LIABILITY

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of a Member of the Company, has executed these Articles of Organization this 244 day of February, 2022. In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Mitchell Goff

Authorized Representative

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# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 605, Florida Statutes, the below named limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

I. The name of the limited liability company is:

SANDBAR AMELIA, LLC

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

Mitchell Goff 201 N. New York Avenue, Ste 200 Winter Park, Florida 32789

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.

Dated: February 24, 2022

Signature of Registered Agent

- 3 -