

L22000477106

(Requestor's Name)

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(City/State/Zip/Phone #)

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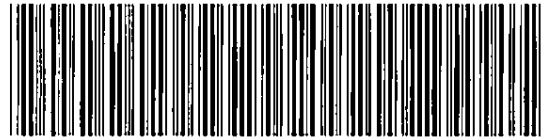
(Business Entity Name)

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10/27/23--01030--014

2023 OCT 27 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FL

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COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Sea Clear Pool and Spa L.L.C.  
Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Statement of Correction and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Junius C. Lewis III  
Name of Person

Sea Clear Pool and Spa L.L.C.  
Firm/Company

330 Andalusia Ave. Ste S  
Address

Ormond Beach FL 32174  
City/State and Zip Code

JC@seaclearpoolandspa.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

J.C. Lewis III at ( 386 ) 481-8188  
Name of Person Area Code Daytime Telephone Number

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

Enclosed is a check for the following amount:

☐ \$25 Filing Fee

☒ \$30 Filing Fee &  
Certificate of Status

☐ \$55 Filing Fee &  
Certified Copy

☐ \$60 Filing Fee,  
Certificate of Status &  
Certified Copy

CR2E062 (9/15)

2023 OCT 21 AM 11:25  
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TALLAHASSEE, FL

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF**

Sea Clear Pool and Spa LLC

(Name of the Limited Liability Company as it now appears on our records.)  
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 11/07/2022 and assigned Florida document number 1.22000477106.

This amendment is submitted to amend the following:

**A. If amending name, enter the new name of the limited liability company here:**

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

330 Andalusia Ave  
Suite 5  
Ormond Beach FL 32174

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

330 Andalusia Ave  
Suite 5  
Ormond Beach FL 32174

**B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:**

Name of New Registered Agent:

Austin E. Lewis

New Registered Office Address:

330 Andalusia Ave, Suite 5

Enter Florida street address

Ormond Beach, Florida 32174

City

Zip Code

**New Registered Agent's Signature, if changing Registered Agent:**

*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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

Austin E. Lewis

If Changing Registered Agent, Signature of New Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FL

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager  
AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGR	Junius C. Lewis III	330 Andalusia Ave, ste 5,	<input type="checkbox"/> Add
		Ormond Beach FL, 32174	<input type="checkbox"/> Remove
		- Title was AMBR, now MGR	<input checked="" type="checkbox"/> Change
MGR	Austin E. Lewis	330 Andalusia Ave, ste 5,	<input checked="" type="checkbox"/> Add
		Ormond Beach FL, 32174	<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change

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TALLAHASSEE, FL

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D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

Please see attached documents to review  
"ADDITIONS" to "Article IV".

SECRETARY OF STATE  
TALLAHASSEE, FL

2023 OCT 27 AM 11:25

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E. Effective date, if other than the date of filing: 10/15/2023 (optional)

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:  
(b) The 90th day after the record is filed.

Dated October 15, 2023.

Junius C Lewis III

Signature of a member or authorized representative of a member

Junius C Lewis III

Typed or printed name of signer

**FIRST AMENDMENT AND ADDENDUM TO  
THE LIMITED LIABILITY COMPANY OPERATING AGREEMENT OF  
SEA CLEAR POOL AND SPA LLC**

We, the members of Sea Clear Pool and Spa LLC, hereby resolve and confirm that this FIRST AMENDMENT AND ADDENDUM TO THE LIMITED LIABILITY COMPANY OPERATING AGREEMENT OF SEA CLEAR POOL AND SPA LLC, effective October 15, 2023 ("Amendment"), amends and adds to the Florida limited liability company's operating agreement, initially entered into on November 7, 2022 and including any and all amendments and additions thereto executed prior to this Amendment (collectively the "Operating Agreement").

1.AMENDMENTS AND ADDITIONS. The changes and additional terms to the Operating Agreement are as follows:

- a. All references to member names, their capital contribution, and their company interest and ownership in the Operating Agreement are amended according to the "Amended Membership Composition, Capital Contributions, And Units" attached hereto. All new members understand and agree to be bound by all terms and provisions of the Operating Agreement of Sea Clear Pool and Spa LLC and all amendments and additions thereof. All new members accept the terms and conditions of their admission agreement, if one exists.
- b. All references to previous manager names in the Operating Agreement are deleted and replaced with the following manager names. The persons listed below are the exclusive managers of Sea Clear Pool and Spa LLC as of October 15, 2023.
  - i. Junius Courtney Lewis III
  - ii. Austin Elizabeth Lewis
- c. "Article II" of the Operating Agreement is amended to read as follows:

The street address of the principal office of the Limited Liability Company is:  
330 Andalusia Ave. Ste. 5, Ormond Beach, FL. 32174 US.

The mailing address of the Limited Liability Company is:  
330 Andalusia Ave. Ste. 5, Ormond Beach, FL. 32174 US

- d. "Article III" of the Operating Agreement is amended to read as follows:  
The name and Florida street address of the registered agent is:  
Austin E. Lewis  
330 Andalusia Ave. Ste. 5, Ormond Beach, FL. 32174 US

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the 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.

Registered Agent Signature: Austin E. Lewis Austin E. Lewis

- e. "Article IV" of the Operating Agreement is amended to read as follows:

The name and address of person(s) authorized to manage LLC:

Junius C. Lewis III  
330 Andalusia Ave. Ste. 5, Ormond Beach, FL. 32174 US

Austin E. Lewis  
330 Andalusia Ave. Ste. 5, Ormond Beach, FL. 32174 US

- f. "Article IV" also includes a new provision added to the Operating Agreement and reads as follows:

1. ADDITIONS. The additional terms to the operating agreement are as follows:

a. The company will be managed solely by managers Junius C. Lewis III and Austin E. Lewis.

b. Junius C. Lewis III retains an ownership percentage of 51%. Austin E. Lewis retains an ownership percentage of 49%.

c. Upon the death or incapacitation of Junius C. Lewis III, his ownership percentage of 51% will immediately transfer to Austin E. Lewis.

d. Upon the death or incapacitation of Austin E. Lewis, her ownership percentage of 49% will immediately transfer to Junius C. Lewis III.

e. In the event that Junius C. Lewis III and Austin E. Lewis both die or both become incapacitated, Dianne S. Lewis will receive an ownership percentage of 30% and will be deemed Manager, Charlize T. Lewis will receive an ownership percentage of 50% and will be deemed Authorized Member, and Tallynn N. Ryman will receive an ownership percentage of 20% and will be deemed Authorized Member.

f. All other provisions of the operating agreement will remain in effect, and all the foregoing amendments and additions are incorporated in the operating agreement.

- g. All other provisions of the Operating Agreement will remain in effect, and all the foregoing amendments and additions are incorporated in the Operating Agreement.

2. ENTIRE AGREEMENT. Each party expressly acknowledges and agrees that it has not made and is not relying on any warranties, representations, promises, or statements, except to the extent that they are expressly set forth in the Operating Agreement or this Amendment. It is understood and agreed that all understandings and agreements of the parties are merged into the Operating Agreement, as modified by this Amendment, which alone fully and completely expresses the parties' agreement.

3. INCONSISTENT TERMS. Any terms in the Operating Agreement that are inconsistent or conflict with the terms of this Amendment will be null and void, with the terms of this Amendment controlling and prevailing in all instances.

4. SEVERABILITY. If any provision of this Amendment or the application thereof is held to be invalid or unenforceable for any reason and to any extent, that provision will be considered removed from this Amendment; however, the remaining provisions will continue to be valid and enforceable according to the intentions of the parties and to the maximum extent permitted by law. If it is held that any provision of this Amendment is invalid or unenforceable, but that by limiting such provision it would become valid and enforceable, then such provision will be deemed to be written, construed, and enforced as so limited.

5. COUNTERPARTS; ELECTRONIC SIGNATURE. This Amendment may be executed in counterparts, including by facsimile, email, or other electronic delivery, each an original but all considered part of one Amendment. Electronic signatures placed upon counterparts of this Amendment by a party or their approved agent will be considered valid representations of that party's signature.



## MEMBER SIGNATURE PAGE

By signing this Member Signature Page the undersigned members hereby execute the First Amendment and Addendum to the Limited Liability Company Operating Agreement of Sea Clear Pool and Spa LLC effective as of October 15, 2023 and understand and agree to be bound by all terms and provisions thereof. The undersigned appoint each Manager designated by the Amendment as its lawful attorney-in-fact with only such limited powers as set forth in the company's Operating Agreement. The Manager(s) is/are authorized to attach this Member Signature Page to the company's Operating Agreement.

IN WITNESS WHEREOF, the undersigned members hereby execute the Amendment effective as of the date set forth herein by executing this Member Signature Page as of the date written below.

Signed: JCL III  
Junius Courtney Lewis III

Dated: 10/15/2023

Address: 330 Andalusia Ave Suite 5  
Ormond Beach FL 32174

Signed: Austin E. Lewis  
Austin Elizabeth Lewis

Dated: 10/23/2023

Address: 330 Andalusia Ave, Ste 5  
Ormond Beach FL 32174 US

## MANAGER SIGNATURE PAGE

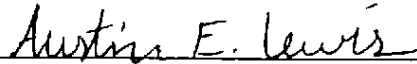
By signing this Manager Signature Page the undersigned managers hereby execute this First Amendment and Addendum to the Limited Liability Company Operating Agreement of Sea Clear Pool and Spa LLC effective as of October 15, 2023 on behalf of Sea Clear Pool and Spa LLC and understand and agree to be bound by all terms and provisions thereof.

IN WITNESS WHEREOF, the undersigned managers hereby execute this Amendment, certifying that the Parties hereto have executed the Amendment in multiple counterparts, each of which taken together constituting one instrument, as of the date written below.

Signed:   
Junius Courtney Lewis III

Dated: 10/15/2023

Address: 330 Andalusia Ave Suite 5  
Ormond Beach FL 32174

Signed:   
Austin Elizabeth Lewis

Dated: 10/15/2023

Address: 330 Andalusia Ave., Ste 5  
Ormond Beach FL 32174 US

**AMENDED MEMBERSHIP COMPOSITION, CAPITAL CONTRIBUTIONS, AND UNITS  
OCTOBER 15, 2023**

<b>Member Name</b>	<b>Capital Contribution</b>	<b>Capital Value</b>	<b>Units</b>	<b>Company Interest</b>
Junius Courtney Lewis III	\$35,000.00	\$35,000.00	0	51%
Austin Elizabeth Lewis	\$0.00	\$0.00	0	49%

**Total units = 0**