

L23 000044353

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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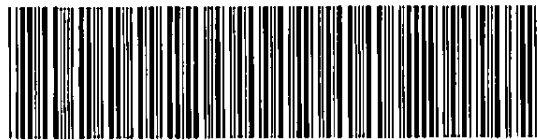
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FL

THE COHRS LAW GROUP, P.A.

ATTORNEYS AND COUNSELORS AT LAW

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† Denis A. Cohrs, Esq.
dcohrs@cohrlaw.com

† Board Certified Real Estate Attorney

February 17, 2023

Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Rock Elm Place, LLC

Dear Clerk,

Enclosed please find the Amended and Restated Articles of Organization of Rock Elm Place, LLC (Document Number L23000044353), along with a check in the amount of \$25.00 for filing of the same. Please return your letter of acknowledgment to our office at The Cohrs Law Group, P.A., 2841 Executive Drive, Suite 120, Clearwater, FL 33762.

Sincerely,

Lori Rushing Gonzalez

/lrg
Encl.

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TALLAHASSEE, FL

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
ROCK ELM PLACE LLC**

ROCK ELM PLACE LLC, a limited liability company organized and existing under the laws of the State of Florida (the "Company"), the Articles of Organization of which were filed on January 24, 2023 and assigned Document Number L23000044353, under the hand of its undersigned authorized agent, hereby certifies that on January 24, 2023, the members of the Company duly adopted and approved an amendment to the Articles of Organization of the Company deleting all Articles thereof, in their entirety, and by substituting therefor the following:

(All capitalized terms contained in these Articles of Organization shall have the meaning ascribed to them herein or in Chapter 605, Florida Statutes, The Revised Florida Limited Liability Act).

**ARTICLE I
NAME**

The name of this Limited Liability Company is **ROCK ELM PLACE LLC**.

**ARTICLE II
COMMENCEMENT OF EXISTENCE AND DURATION**

The existence of this Limited Liability Company (the "Company") shall commence as of the effective date of the initial filing of Articles of Organization, and it shall thereafter have perpetual existence.

**ARTICLE III
MAILING ADDRESS AND PRINCIPAL OFFICE**

The mailing address of the Company shall be:

**4190 Walnut Street NE
St. Petersburg, FL 33703**

The principal place of business of the Company shall be:

**4190 Walnut Street NE
St. Petersburg, FL 33703**

and such other place or places in or outside of the State of Florida as the Company may from time to time determine.

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ARTICLE IV
REGISTERED AGENT

The initial Registered Agent and Registered Office of the Company shall be:

The Cohrs Law Group, P.A.
2841 Executive Drive, Suite 120
Clearwater, Florida 33762

ARTICLE V
PURPOSE

The Company may engage in the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Florida.

ARTICLE VI
OPERATING AGREEMENT

The Members of the Company shall adopt an Operating Agreement containing all provisions for the regulation and management of the Company not inconsistent with laws of the State of Florida or these Articles.

ARTICLE VII
MANAGEMENT OF BUSINESS

The conduct and management of the Company, pursuant to specific rules regarding the rights and duties of the Members as enumerated in the Operating Agreement of the Company, shall remain vested in the Manager and the Company shall be deemed a Manager managed entity.

ARTICLE VIII
INITIAL MANAGER

The name and business address of the initial Manager of this Company is:

Blake F. Kennedy
4190 Walnut Street NE
St. Petersburg, FL 33703

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SEC. OF STATE
TALLAHASSEE, FL

ARTICLE IX
OWNERSHIP OF PROPERTY

Real or personal property originally brought into or transferred to the Company, or acquired by the Company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of the Company.

ARTICLE X
TRANSFERABILITY OF MEMBERS' INTEREST

A Member's interest in the Company may be transferred, whether voluntarily or involuntarily, only with the unanimous written consent of all the remaining Members of the Company if the transferee intends to become a Member. Without this consent, the transferee shall not be entitled to become a Member or to participate in the management of the Company.

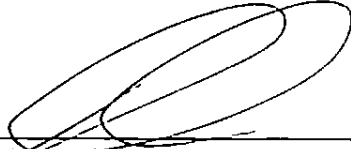
ARTICLE XI
ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as are set forth by a unanimous vote of all existing Members.

ARTICLE XII
AMENDMENTS

These Articles may be amended from time to time by the unanimous agreement of the Members, and the amendments shall be filed with the Florida Department of State, duly signed by an Authorized Representative of the Company.

IN WITNESS WHEREOF, the undersigned, as an authorized agent and representative for all Members, has executed these Amended and Restated Articles of Organization on this 24th day of January, 2023.



Denis A. Cohrs, authorized agent

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SECRETARY OF STATE
TALLAHASSEE, FL

**CERTIFICATE OF ACCEPTANCE OF
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in these Articles, I hereby acknowledge that I am familiar with my obligations as Registered Agent and agree to act in this capacity, and I further agree to comply with the provisions of all laws and regulations relative to the proper and complete performance of my duties.



Denis A. Cohrs

Date: January 24, 2023

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**SECRETARY OF STATE
TALLAHASSEE, FL**