

L24000309534

Florida Department of State
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Email Address: afreedman@lotisgroup.com

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
LOTIS WELLINGTON NORTH RETAIL HOLDING, LLC**

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF
LOTIS WELLINGTON NORTH RETAIL HOLDING, LLC
(DOCUMENT # L24000309534)**

The Articles of Organization of Lotis Wellington North Retail Holding, LLC (the "Company") were filed with the Florida Department of State, Division of Corporations on July 15, 2024 under Document # L24000309534. In accordance with the provisions of Section 605.0202, Florida Statutes, these Amended and Restated Articles of Organization have been duly executed and are being filed to amend and restate in their entirety all prior Articles of Organization filed on behalf of the Company. The Company's Amended and Restated Articles of Organization are as follows.

ARTICLE I

The name of this limited liability company shall be: Lotis Wellington North Retail Holding, LLC

ARTICLE II

The street address of the principal office of the limited liability company shall be 2300 Glades Road, Suite 202E, Boca Raton, Florida 33431, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The registered office of this limited liability company is 5030 Champion Blvd., Suite G11-281, Boca Raton, Florida 33496. The registered agent at that address is PG Law, PL.

ARTICLE IV

The limited liability company will be a manager-managed limited liability company, and management of the limited liability company will be vested in its managers.

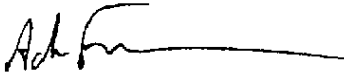
Lotis Wellington 2 Venture, LLC has been appointed the manager of the limited liability company in accordance with the terms of the Company's operating agreement, and all other managers and authorized members are hereby removed from their positions.

The manager shall remain as manager until removed or replaced in accordance with the terms of the Company's operating agreement, as the same may hereafter be amended. Furthermore, except for any authority expressly granted to any manager or officer of the Company in any operating agreement or other written document adopted pursuant to any operating agreement, no member, employee or other agent of the Company shall have any authority to bind or act for the Company or any other member in the carrying on of their respective businesses or activities.

ARTICLE V

The limited liability company commenced upon filing and shall exist perpetually thereafter unless sooner dissolved.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization as of the 24th day of July, 2024.



Adam P. Freedman, Manager of
Lotis Capital Fund, LLC, Manager of
JKM Wellington Capital, LLC, Manager of
Lotis Wellington 2 Venture, LLC, Manager of
Lotis Wellington North Retail Holding, LLC

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Fax Audit Number: H24000251097 3**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 605.0113, Florida Statutes, the limited liability company referenced below submits the following statement in designating the registered office/registered agent, in the State of Florida.

FIRST -- The name of the limited liability company is Lotus Wellington North Retail Holding, LLC.

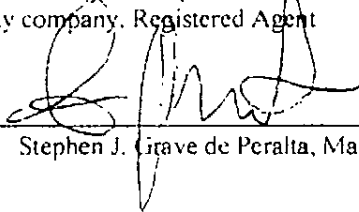
SECOND -- The name and address of the registered agent and office is:

PG Law, PL
5030 Champion Boulevard, Suite G11-281
Boca Raton, Florida 33496

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

Dated as of the 24th day of July, 2024.

PG Law, PL, a Florida professional services limited liability company, Registered Agent

By: 
Stephen J. Grave de Peralta, Manager

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