

L9900 000 2097

Holland & Knight LLP
Requester's Name

315 So. Calhoun Street
Address

425-5675
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Holland & Knight Holdings, LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☒ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

700004450397--0
-06/28/01--01086--015
*****75.00 *****25.00

Examiner's Initials

APPROVED
AND
FILED

01 JUN 28 AM 9:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 28, 2001

HOLLAND & KNIGHT LLP

SUBJECT: HOLLAND & KNIGHT HOLDINGS, LLC
Ref. Number: L99000002097

We have received your document for HOLLAND & KNIGHT HOLDINGS, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following:

The entity's date of incorporation/organization must be listed in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Trevor Brumbley
Document Specialist

Letter Number: 401A00039087

APPROVED
AND
FILED
01 JUN 28 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
HOLLAND & KNIGHT HOLDINGS, LLC**

Pursuant to Section 608.411, Florida Statutes, Holland & Knight Holdings, LLC (the "Company") hereby delivers for filing these Amended and Restated Articles of Organization:

1. The name of the limited liability company is Holland & Knight Holdings, LLC.

2. The date of filing of the Company's Articles of Organization was April 14, 1999.

2. The Articles of Organization of Holland & Knight Holdings, LLC are hereby deleted in their entirety and replaced with the following:

ARTICLE I. NAME

The name of the limited liability company is Holland & Knight Consulting LLC (the "Company").

ARTICLE II. ADDRESS

The Company's mailing address and the street address of its principal office is:

400 North Ashley Drive

Suite 2300

Tampa, FL 22602

ARTICLE III. DURATION AND CONTINUATION

The Company's existence commenced upon the filing of the Company's original Articles of Organization with the Florida Department of State, and the Company will exist perpetually, unless terminated in accordance with the Company's Operating Agreement.

ARTICLE IV. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida

01 JUN 28 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

33131 as the street address of the initial registered office of the Company and names INTRASTATE REGISTERED AGENT CORPORATION the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE VI. MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining Members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event that terminates the continued membership of a Member in the Company will be as provided in the Operating Agreement of the Company.

ARTICLE VII. MANAGEMENT

The Company shall be a manager-managed company. The managers of Holland & Knight Consulting LLC shall operate as a board of managers that shall be referred to as the Board of Directors. A member of the Board of Directors will retain such position until removed and replaced by the Members of the Company as provided in the Operating Agreement of the Company. The Board of Directors will have the obligations and responsibilities described in the Operating Agreement of the Company. The initial members of the Board of Directors shall be:

Harold T. Daniel, Jr.

Michael T. Moore

Carol Ann DiBattiste

C. Thomas Swaim

Richard O. Duvall

Donald W. Wallis

Lars Forsberg

Thomas A. Zimmer

Robert R. Feagin III, ex officio as
Managing Partner of Holland & Knight LLP

ARTICLE VIII. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company will be vested in the Members of the Company.

Dated this 28 day of June, 2001.


By: Thomas H. Dyer, President of Holland & Knight Consulting LLC

APPROVED
AND
FILED

01 JUN 28 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400 N. Ashley Dr. Ste. 2300
Tampa, FL 33602