

M16 00000 4345

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

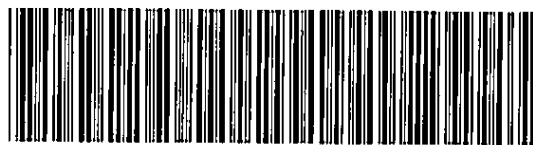
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Waypoint Management Services, LLC

Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michele McLeod

Name of Person

Waypoint Residential, LLC

Firm/Company

150 E Palmetto Park Rd., Suite 700

Address

Boca Raton, FL 33432

City/State and Zip Code

mmcleod@waypointresidential.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michele McLeod

Name of Person

at ( 561 ) 9617924

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**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

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-4 must be completed)**

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: Waypoint Management Services, LLC

Enter new principal office address, if applicable: 150 E Palmetto Park Rd., Suite 700

(Principal office address  
MUST BE A STREET ADDRESS)

Boca Raton, FL 33432

Enter new mailing address, if applicable:

(Mailing address  
MAY BE A POST OFFICE BOX)

150 E Palmetto Park Rd., Suite 700

Boca Raton, FL 33432

2. The Florida document number of this limited liability company is: M16000004345

3. Jurisdiction of its organization: FL

4. Date authorized to do business in Florida: 06/01/2016

**SECTION II (5-9 complete only the applicable changes)**

5. New name of the limited liability company: \_\_\_\_\_  
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered officer 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: \_\_\_\_\_

New Registered Office Address: \_\_\_\_\_

*Enter Florida Street Address*

\_\_\_\_\_, **Florida** \_\_\_\_\_  
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.*

\_\_\_\_\_  
If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(c), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
VP	Darrell Ganz	7284 W Palmetto Park Rd.	<input type="checkbox"/> Add
		Boca Raton, FL 33432	<input checked="" type="checkbox"/> Remove
VP	Brooke Waltzer	2880 NE 26th Place	<input checked="" type="checkbox"/> Add
		Ft. Lauderdale, FL 33306	<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Michele McLeod  
Signature of the authorized representative

Michele McLeod, Authorized Signatory  
Typed or printed name of signee

Filing Fee: \$25.00

**WAYPOINT RESIDENTIAL, LLC**  
**UNANIMOUS WRITTEN CONSENT**

July 24, 2019

The undersigned, Scott J. Lawlor, being the sole managing member ("**Sole Managing Member**") of Waypoint Residential, LLC, a Delaware limited liability company ("**Waypoint**"), hereby adopts the following resolutions to the same effect as if adopted at a meeting of the managers of Waypoint:

**WHEREAS**, Waypoint is the sole member of Waypoint Management Holdings, LLC, a Delaware limited liability company ("**Waypoint Holdings**"), Waypoint Holdings is the sole member of Waypoint Management Services, LLC, a Delaware limited liability company (the "**Manager**" and together with Waypoint and Waypoint Holdings, collectively, the "**Waypoint Entities**");

**WHEREAS**, Waypoint has the sole authority, in its representative capacity, to direct the actions of the Waypoint Entities, that the Chief Executive Officer, the President, any Vice President, or other authorized signatory designated in writing by each of Waypoint and the Waypoint Entities (each, an "**Authorized Signatory**") shall be, and hereby is, authorized, empowered and directed to take any and all actions required to enter into and execute certain documents, agreements, certificates, and other instruments, in connection with the organization of each of the Waypoint Entities.

**NOW, THEREFORE, IT IS RESOLVED**, that the following Authorized Officers be, and they hereby are, designated and elected to the offices of the Waypoint Entities set forth opposite their respective names, to serve until their respective successors are elected and qualified, or until their earlier death, resignation or removal:

Scott J. Lawlor	Chief Executive Officer and President
Pamela Linden	Vice President and Secretary
Michele McLeod	Vice President
Teresa DeVos	Vice President
Richard Cleaver	Vice President and Treasurer
Brooke Waltzer	Vice President
Andrew Richardson	Vice President
Jonathan Brundige	Vice President

**RESOLVED FURTHER**, that any and all actions of the foregoing officers taken prior to the date hereof be and hereby are ratified, approved and confirmed in all respects as the act and deed of Waypoint and the Waypoint Entities, as applicable, and the taking of any such actions by

any of the afore-referenced officers shall be conclusive evidence that such action has been deemed necessary or appropriate, and in the best interests of Waypoint and the Waypoint Entities by such officer.

**RESOLVED FURTHER**, that each Authorized Signatory are hereby authorized to do and perform or cause to be done or performed such acts and things, to cause to be paid all necessary fees and expenses, and to execute and file and cause to be executed and filed such agreements, documents, instruments and certificates, the execution of such agreements, documents, instruments and certificates to be conclusive evidence of such officer's approval of the same, as may be necessary or appropriate in order to carry out and effectuate any matters relating to the Waypoint Entities.

**RESOLVED FURTHER**, that the Secretary of Manager shall certify any additional resolutions required or desired in connection with the foregoing transactions as having been adopted by the managing member and, upon such certification, such resolutions shall be deemed to have been adopted pursuant to this resolution.

**RESOLVED FURTHER**, that all actions taken by the officers, representatives and agents of Waypoint and the Waypoint Entities, on behalf of Waypoint and the Waypoint Entities, prior to the date of this Unanimous Written Consent be, and they hereby are, approved, ratified and confirmed in all respects.

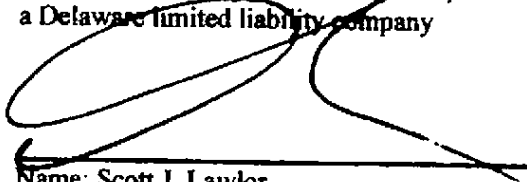
**RESOLVED FURTHER**, the undersigned has executed this Unanimous Written Consent effective as of the Defeasance closing date and this Unanimous Written Consent may be executed by facsimile or other electronic transmission and such facsimile or other electronic transmission shall be valid and binding to the same extent as if it were an original.

**RESOLVED FURTHER**, that Waypoint hereby removes Darrell Ganz as an Authorized Officer from the Waypoint Entities.

[Signature Page Follows]

**IN WITNESS WHEREOF**, the undersigned has executed this Unanimous Written Consent as of the day and year first above written.

**WAYPOINT RESIDENTIAL, LLC,**  
a Delaware limited liability company

A large, stylized handwritten signature in black ink, appearing to read 'Scott J. Lawlor', is written over the company name and extends across the line for the name field.

Name: Scott J. Lawlor

Title: Sole Managing Member