

9/2/2020

Division of Corporations

M19000009845

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H20000305745 3))



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To: Division of Corporations  
Fax Number : (850)617-6383

From: Account Name : FLAGLER DEVELOPMENT GROUP, LLC  
Account Number : I20020000144  
Phone : (305)520-2344  
Fax Number : (305)520-2400

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
VIRGIN TRAINS USA LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$25.00

20 SEP -8 AM 10:15

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SEP 09 2020

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### COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Virgin Trains USA Florida 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:

Kolleen Cobb  
Name of Person

Firm/Company

700 NW 1st Avenue, Suite 1620  
Address

Miami, FL 33136  
City/State and Zip Code

kolleen.cobb@feci.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jessica Perez at ( 305 ) 520-2366  
Name of Person 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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
20 SEP -8 AM 10:16

DocuSign Envelope ID: 73B8DB28-48EF-4747-85AE-0B996430D8F2

**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: Virgin Trains USA LLC

Enter new principal office address, if applicable: \_\_\_\_\_

(Principal office address)  
MUST BE A STREET ADDRESS

Enter new mailing address, if applicable: \_\_\_\_\_

(Mailing address)  
MAYBE A POST OFFICE BOX

2. The Florida document number of this limited liability company is: M19000009845

3. Jurisdiction of its organization: Delaware

4. Date authorized to do business in Florida: 10/15/2019

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

5. New name of the limited liability company: Brightline Holdings LLC  
(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: Cynthia Bergmann

New Registered Office Address: 161 NW 6th Street, Suite 900

*Enter Florida Street Address*

Miami, Florida 33136  
*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.*

DocuSigned by:

Cynthia Bergmann

If Changing Registered Agent, Signature of New Registered Agent

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20 SEP -8 AM 10:15

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

\_\_\_\_\_

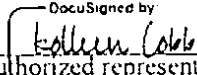
8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

\_\_\_\_\_

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
------------------------	-------------	----------------	-----------------------

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
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		_____	<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.

DocuSigned by  
  
 Signature of the authorized representative  
5A8C0D44E2F344C  
**Kolleen Cobb, Vice President**  
 \_\_\_\_\_  
 Typed or printed name of signee

Filing Fee: \$25.00

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:18 PM 08/31/2020  
FILED 12:18 PM 08/31/2020  
SR 20207021519 - File Number 5389540

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: Virgin Trains USA LLC
2. This Certificate of Formation of the limited liability company is hereby amended as follows:

FIRST: The name of the limited liability company is Brightline Holdings LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 31<sup>st</sup> day  
of AUGUST, 2020.

Virgin Trains USA LLC

By: \_\_\_\_\_

  
Kathleen O.P. Cobb  
Vice President