

#L07000002534

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K. SALY  
EXAMINER  
DEC - 7 2012



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195  
REFERENCE : 447109 90699A  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ 55.00

ORDER DATE : December 5, 2012  
ORDER TIME : 5:51 PM  
ORDER NO. : 447109-015  
CUSTOMER NO: 90699A

DOMESTIC AMENDMENT FILING

NAME: 409 BIG TREE, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 52951

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF

409 BIG TREE, LLC

FILED  
12 DEC -6 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:** The Articles of Organization of **409 BIG TREE, LLC** were filed on January 8, 2007, and assigned document number L07000002534.

**SECOND:** This Amendment is submitted to amend Article III, to amend the purpose for which this limited liability company is organized. The previous language of Article III is deleted, and in its place is inserted the following:

**Article III**

**Purpose:** The purpose of the company shall be solely to acquire, operate and dispose of that real property located at 409 Big Tree Road, South Daytona, Florida, ( the "**Property**"). So long as the Company is obligated on any indebtedness or obligations of any kind whatsoever to Barclays Bank PLC (and its successors and/or assigns, collectively, "**Lender**"), except upon the express prior written consent of Lender: (i) the foregoing statement of purpose shall not be amended; and (ii) the Company shall not hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any real or personal property other than the Property, or become a shareholder of or member or partner in any entity which acquires or holds and property other than the Property.

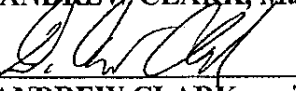
**THIRD:** This Amendment is submitted to amend Article IX, to amend the language regarding Dissolution. The previous language of Article IX is deleted, and in its place is inserted the following:

**Dissolution:** Notwithstanding anything to the contrary contained in these Articles of Organization, the Company and its Manager and Members hereby waive their right to dissolve or terminate (and waive their right to consent to the dissolution or termination of) the Company or this Agreement, and shall not take any action towards that end, so long as the Company is obligated on any indebtedness or obligations of any kind whatsoever to Barclays Bank PLC (and its successors and/or assigns, collectively, "**Lender**"), except upon the express prior written consent of Lender. Further, the death, retirement, incapacity, insanity, expulsion or resignation, bankruptcy, insolvency, dissolution or other similar proceeding of, or pertaining to, any Manager or Member, or any other event or act causing dissolution of the Company pursuant to Florida Statutes 608.441 or this Agreement, shall not constitute an event of liquidation, dissolution or termination of the Company or this Agreement, except upon the express prior written consent of Lender. Any amendments to this provision of the Agreement, Article III - Purpose, Article VII - Amendments to Articles of Organization, or Article VIII - Dissolution hereunder shall require the prior written consent of Lender, provided that

such consent shall not be required once the Company no longer has any indebtedness or other obligation of any kind whatsoever owing or due Lender. This paragraph shall cease to be of further force or effect once the Company no longer has any outstanding indebtedness or other obligation of any kind whatsoever owing or due Lender."

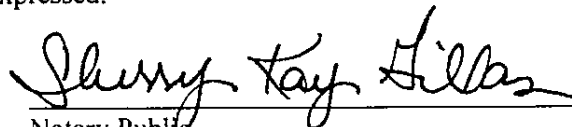
SIGNED this 4<sup>th</sup> day of December, 2012

  
\_\_\_\_\_  
D. ANDREW CLARK, Manager

  
\_\_\_\_\_  
D. ANDREW CLARK, as Trustee

STATE OF FLORIDA  
COUNTY OF VOLUSIA

THE FOREGOING INSTRUMENT was acknowledged before me this day of December, 2012, by D. ANDREW CLARK, Manager, and as Trustee, Member, and he (a) ☒ is personally known to me; or (b) \_\_\_\_\_ produced the following form of identification: his Florida Driver's license, and he acknowledged that he executed the same for the purposes therein expressed.

  
\_\_\_\_\_  
Notary Public  
My commission expires:

