

A9500000877

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

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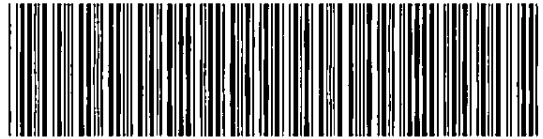
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FL

2023 DEC 27 PM 3:28

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: THE MULLER FAMILY PARTNERSHIP, LTD.

Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

LARRY T. SCHONE, ESQ.

Contact Person

HINMAN, HOWARD & KATTELL, LLP

Firm/Company

4600 N. OCEAN BLVD., SUITE 206

Address

BOYNTON BEACH, FL 33435

City, State and Zip Code

lschone@hhk.com

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

For further information concerning this matter, please call:

LARRY T. SCHONE, ESQ.

at (561) 276-1008

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$52.50 Filing Fee

☒ \$61.25 Filing Fee
and Certificate of
Status

☐ \$105.00 Filing Fee
and Certified Copy

☐ \$113.75 Filing Fee,
Certified Copy, and
Certificate of Status

Mailing Address:

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

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

OFFICE OF THE
CLERK OF THE
STATE
TALLAHASSEE, FL

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

THE MULLER FAMILY PARTNERSHIP, LTD.

Insert name currently on file with Florida Department of State

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on 6/12/1995, assigned Florida document number A9500000877, adopts the following certificate of amendment to its certificate of limited partnership.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited partnership or limited liability limited partnership here:

New name must be distinguishable and contain an acceptable suffix.

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or L.L.P.

B. If amending mailing address and/or principal office address, enter new mailing address and/or principal office address here:

New Principal Office Address:

(Must be STREET address)

New Mailing Address:

(May be post office box)

C. If amending the registered agent and/or registered office 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.

If Changing Registered Agent, Signature of New Registered Agent

D. If amending the general partner(s), enter the name and business address of each general partner being added or removed from our records:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>GP</u>	<u>R.P. MULLER, INC.</u>	<u>2375 S. OCEAN BLVD.</u> <u>HIGHLAND BEACH, FL 33487</u>	☐ Add ☒ Remove
<u>GP</u>	<u>MULLER ASSET MANAGEM</u>	<u>2375 S. OCEAN BLVD.</u> <u>HIGHLAND BEACH, FL 33487</u>	☒ Add ☐ Remove
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E. If the limited partnership or limited liability limited partnership is amending its "limited liability limited partnership" status, enter change here:

- ☐ This Limited Partnership hereby elects to be a "Limited Liability Limited Partnership."
- ☐ This Limited Partnership hereby removes its "Limited Liability Limited Partnership" status.

(NOTE: If adding or removing "limited liability limited partnership" status, all general partners must sign this amendment.)

F. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*
LATEST DISSOLUTION DATE IS CHANGED FROM DECEMBER 31, 2025 TO PERPETUAL PER FLORIDA
STATUTE SECTION 620.1104(3).

Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature(s) of a general partner or all general partners*:

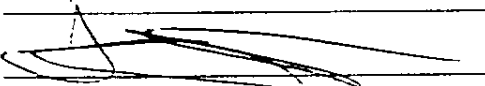
(*NOTE: Only one current general partner is required to sign this document unless the limited partnership is adding or removing a "limited liability limited partnership" election statement. Chapter 620, F.S., requires all general partners to sign when adding or removing a "limited liability limited partnership" election statement.)

Signature(s) of all new or dissociating general partner(s), if any:

R. P. Muller, Inc.

By:

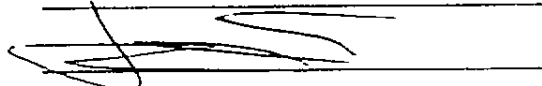
Ralph P. Muller, President



Muller Asset Management, Inc.

By:

Ralph P. Muller, President



Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FL

**FIRST AMENDMENT TO
AGREEMENT OF LIMITED PARTNERSHIP
THE MULLER FAMILY PARTNERSHIP, LTD.**

This First Amendment to the Agreement of Limited Partnership (Amendment) of THE MULLER FAMILY PARTNERHIP, LTD., a Florida limited partnership (the Company) is entered into by and among R.P. Muller, Inc., a foreign corporation authorized to do business in Florida, the general partner of the Company, (RPM), and Ralph P. Muller and Deborah J. Muller the sole limited partners (Limited Partners) the dates indicated below, do hereby agree to amend the Agreement of Limited Partnership (Agreement).

WHEREAS, the RPM and the original limited partners did execute the Agreement dated June 1, 1995; and

WHEREAS, the Ralph P. Muller bought out all other limited partners in May of 2006; and

WHEREAS, on June 4, 2021, Ralph P. Muller did transfer all of the limited partnership interests to Ralph P. Muller and Deborah J. Muller as tenants by the entirety; and

WHEREAS, for various reasons, the partners wish to have a new general partner as provided for in paragraph 13.2(a) of the Agreement; and

WHEREAS, pursuant to paragraph 13.1(a)(ii) the partnership is to be dissolved as of December 31, 2025 and the Partners wish to make the term of the partnership perpetual; and

WHEREAS, pursuant to paragraph 19.1 of the Agreement an amendment to the Agreement is effective if it receives the affirmative vote of a Majority in Interest of the Partners; and

NOW, THEREFORE, the general partner, RPM, and all of the limited partners agree to amend the Agreement as follows:

1. Paragraph 2.2(a) is amended the read:

The following entity is admitted into the Partnership as General Partner: Muller Asset Management, Inc., a Florida corporation.

2. Paragraph 2.2(b) is amended to read:

The following Persons are admitted into the Partnership as the Limited Partners: Ralph P. Muller and Deborah J. Muller.

3. Pursuant to Paragraph 12.6 of the Agreement, by signing below, Muller Asset Management, Inc., acknowledges a receipt of a copy of the Agreement and agrees to be bound by and comply with the Agreement.
4. Pursuant to Paragraph 12.10(a), RPM as General Partner does hereby content to the admission of Muller Asset Management, Inc., as to the Partnership and does hereby resign as General Partner.
5. Paragraph 13.1(a)(ii) of the Agreement is hereby deleted.

IN WITNESS WHEREOF, the undersigned have executed this First Amendment to Agreement of Limited Partnership of The Muller Family Partnership, LTD., as of the day and year indicated below, to be effective as of the date signed by the last of the Partners.

RESIGNING GENERAL PARTNER:

R.P. MULLER, INC.

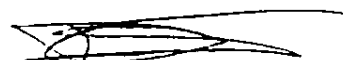
Date: 12/20/2024

By: 
Ralph P. Muller, President

NEW GENERAL PARTNER:

MULLER ASSET MANAGEMENT, INC.

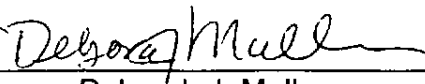
Date: 12/20/2024

By: 
Ralph P. Muller, President

LIMITED PARTNERS:


Ralph P. Muller

Date: 12/20/2024


Deborah J. Muller

Date: 12/20/2024

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STATE
HALL, ALABAMA, FL