

L00000013585

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

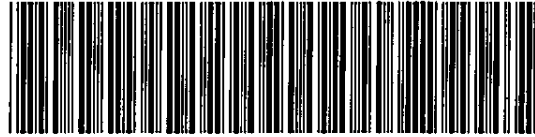
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



500102825935

05/22/07--01038--012 \*\*55.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 MAY 22 AM 11:01

JB

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** WPT Outparcel, L.L.C.  
(Name of Limited Liability Company)

The enclosed member, managing member or manager resignation and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Michelle R. Stokes  
(Contact Person)

Leigh A. Williams, PA  
(Firm/Company)

37 N. Orange Avenue, Suite 200  
(Address)

Orlando, FL 32801  
(City/State and Zip Code)

For further information concerning this matter, please call:

Michelle R. Stokes at ( 407 ) 425-2571  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed please find a check made payable to the Florida Department of State for:

☐ \$25 Filing Fee

☒ \$55 Filing Fee &  
Certified Copy

**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

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
07 MAY 22 AM 11:01



FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 MAY 22 AM 11:01

**RESIGNATION OF MEMBER, MANAGING MEMBER OR MANAGER  
FROM FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

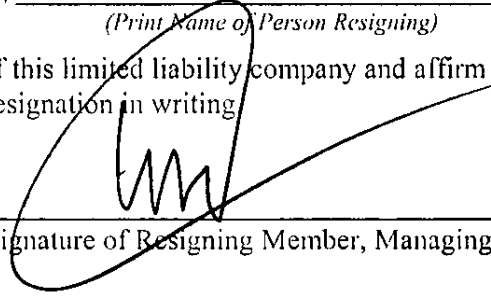
1. The name of the limited liability company as it appears on the records of the Florida Department of State is: WPT Outparcel, L.L.C.

2. This limited liability company was organized under the laws of:  
Florida

3. The Florida document/registration number of this limited liability company is:  
L00000013585

4. I, Lee J. Maher, hereby resign as a Managing Member  
(Print Name of Person Resigning) (Print Title)

of this limited liability company and affirm the limited liability company has been notified of my resignation in writing

  
\_\_\_\_\_  
Signature of Resigning Member, Managing Member or Manager

Filing Fee: \$25.00 (Required)  
Certified Copy: \$30.00 (Optional)

**CONSENT OF LEE J. MAHER**

This Consent is made this \_\_\_ day of December, 2006 by Lee J. Maher, a Member ("Maher") of WPT OUTPARCEL, LLC a Florida Limited Liability Company ("Company")

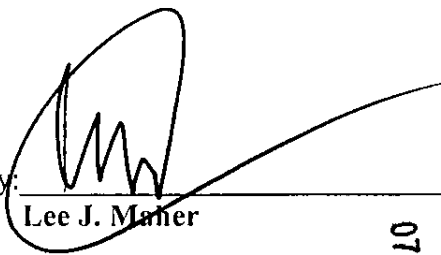
**WHEREAS**, Maher desires to transfer its 50% Membership Interest in the Company (which constitutes his entire interest in the Company) to **Charles Whittall**; ("Whittall") and,

**WHEREAS**, the Operating Agreement of the Company shall be amended and to provide that Charles Whittall is the sole member of the Company and holds 100% of the Membership Interest in the Company.

**NOW THEREFORE**, Maher consent to the following:

(1) Maher hereby consents to Whittall's amending the Operating Agreement for the Company as set forth in the attached Amendment to Operating Agreement so that Whittall is the sole Member. Maher has also executed his Resignation from any and all positions within the Company on the same date herewith.

**IN WITNESS WHEREOF**, the undersigned have caused this Consent to be executed as of the date written above.

By:   
\_\_\_\_\_  
Lee J. Maher

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 MAY 22 AM 11:01

**AMENDMENT TO OPERATING AGREEMENT  
OF  
WPT OUTPARCEL, LLC**

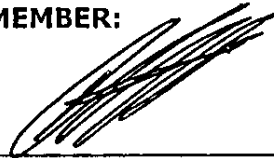
**THIS AMENDMENT TO THE OPERATING AGREEMENT** (this "*Amendment*") of WPT OUTPARCEL, LLC (the "*Company*"), dated this 20 day of March, 2007, to amend that Operating Agreement of the Company as follows.

Exhibit A of the Operating Agreement is replaced in its entirety with Exhibit A attached hereto.

**Further Charles Whittall is the sole Member and Managing Member of the Company and Lee J. Maher has transferred all interest in the Company to Charles Whittall as of the effective date hereof.**

**IN WITNESS WHEREOF**, the parties hereto have executed this agreement as of the date first written above.

**MEMBER:**



\_\_\_\_\_  
**Name: Charles Whittall**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 MAY 22 AM 11:01

**EXHIBIT A**  
**MEMBERS, CAPITAL ACCOUNTS**  
**AND PERCENTAGE INTERESTS**

<u>Members</u>	<u>Capital Account</u>	<u>Percentage Interest</u>
Charles Whittall	\$ 200	100%
 Total All Members	 \$ 200	 100%

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 MAY 22 AM 11:01