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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Stuart Nissan, LLC

Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

William Wallace

Name of Person

William Wallace Enterprises, Inc.

Firm/Company

3801 SE Federal Highway

Address

Stuart, FL 34997

City/State and Zip Code

betsyargraves@wallaceautogroup.net

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

For further information concerning this matter, please call:

Amy Vanilla

772 872-0010
at ()
Area Code Daytime Telephone Number

Name of Person

Enclosed is a check for the following amount:

- ☒ \$25.00 Filing Fee ☐ \$30.00 Filing Fee & Certificate of Status ☐ \$55.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

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

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Stuart Nissan, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 02/27/2001 and assigned
Florida document number L01000003019.

This amendment is submitted to amend the following:

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

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "LLC."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

B. 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

City

Florida

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

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager
AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
S	Judith L. Powell	494 Krueger Creek Place	<input type="checkbox"/> Add
		Stuart, FL 34996	<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Change
S	Elizabeth D. Argraves	9037 SE Sandy Lane	<input checked="" type="checkbox"/> Add
		Hobe Sound, FL 33455	<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
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			<input type="checkbox"/> Change

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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.

Dated October 18th, 2017

Signature of a member or authorized representative of a member	10
William L. Wallace	10
Typed or printed name of signee	10

**UNANIMOUS CONSENT OF THE SOLE MEMBER
OF THE WALLACE COMPANIES**

The undersigned, being the Sole Member of the Florida limited liability companies listed below (the "Wallace Companies"), hereby adopts the following resolutions in connection with the management and operation of the Wallace Companies:

Wallace Companies:

Wallace Lincoln Mercury of Ft. Pierce, LLC
Wallace J 2755 SE Federal Highway, LLC
Wallace V 2805 SE Federal Highway, LLC
Stuart Automotive, LLC d/b/a Wallace Volvo
William Wallace Automotive, LLC d/b/a Wallace Mazda
Stuart Hyundai, LLC d/b/a Wallace Hyundai
Wallace Cadillac, LLC
Stuart Nissan, LLC d/b/a Wallace Nissan

IT IS HEREBY RESOLVED AS FOLLOWS:

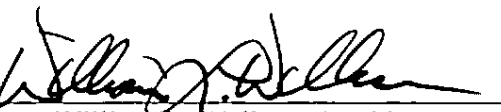
RESOLVED, that Elizabeth D. Argraves be appointed to replace Judith L. Powell as Secretary of each of the Wallace Companies.

FURTHER RESOLVED, that Elizabeth D. Argraves shall serve as Secretary of each of the Wallace Companies until her resignation or removal. Ms. Argraves shall have authority to perform such duties as may be required or requested of her in her capacity as Secretary of the Wallace Companies.

IN WITNESS WHEREOF, the undersigned have executed this Consent as of August 23, 2017.

WALLACE AUTOMOTIVE MANAGEMENT
CORPORATION, INC., a Florida corporation
Sole Member

By


William L. Wallace, President

2017-08-23
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