

L03000009661

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TALLAHASSEE, FLORIDA

J. BRYAN

SEP 27 2011

EXAMINER



DLA Piper LLP (US)
100 North Tampa Street, Suite 2200
Tampa, Florida 33602-5809
www.dlapiper.com

Stephanie Adams
stephanie.adams@dlapiper.com
T 813.222.5900
F 813.371.1172

September 23, 2011

Via Overnight Mail

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: NPI-Columbus Court, LLC

Dear Sir/Madam:

Pursuant to an auction conducted on September 15, 2011 in accordance with the Uniform Commercial Code, 100% of the membership interests in NPI-Columbus Court, LLC were sold to Donald Wallace. Enclosed are the following:

1. Transfer Statement;
2. Statement of Change of Registered Office or Registered Agent or Both for Limited Liability Company; and
3. check in the amount of \$25.00 representing your filing fee.

Please change the Registered Agent accordingly, and feel free to call if you have any questions. Thank you for your attention to this matter.

Very truly yours,

DLA Piper LLP (US)

A handwritten signature in black ink, appearing to read 'Sta Adams'.

Stephanie Adams

SLA/av

encs.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NPI-Columbus Court, LLC
Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Registered Agent/Registered Office Change and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Stephanie L. Adams
Name of Person

DLA Piper LLP (US)
Firm/Company

100 N. Tampa Street, Suite 2200
Address

Tampa, FL 33602
City/State and Zip Code

stephanie.adams@dlapiper.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stephanie L. Adams at (813) 222-5900
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

☐ \$55 Filing Fee & Certified Copy

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TALLAHASSEE, FLORIDA

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. Name of the limited liability company: NPI-Columbus Court, LLC

2. (a) Principal office address of limited liability company: 1623 Harden Blvd.

(Note: MUST BE STREET ADDRESS)

Lakeland, FL 33803

(b) Mailing address of limited liability company:

c/o FCA Corp.

(Note: MAY BE POST OFFICE BOX)

791 Town & Country Blvd., Suite 250
Houston, TX 77024

April 25, 2011

3. Date of filing/registration in Florida

L03000009661

4. Document number

5. (a) Registered Agent and Registered Office shown on the records of the Florida Dept. of State:

Registered Agent:

Philip O. Allen, Esq.

Registered Office Address:

225 East Lemon Street, Suite 300
Lakeland, FL 33801

(b) Enter name of **NEW Registered Agent** and/or **NEW Registered Office address**:

NEW Registered Agent:

Kathleen Bachtel

NEW Registered Office Address:

12327 Ft. King Highway

(MUST BE FLORIDA STREET ADDRESS)

Thonotosassa, FL 33592

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Signature of a member or authorized representative of a member

Donald Wallace

Printed or typed name of signer

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 608, 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.

Signature of Registered Agent

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

FILING FEE: \$25.00

Transfer Statement

This Uniform Commercial Code § 9-619 Transfer Statement ("Statement") is made by Donald Wallace, an individual ("Secured Party"), whose mailing address is 12327 Ft. King Highway, Thonotosassa, Florida 33592.

Secured Party sold his membership interests in NPI-Columbus Court, LLC ("NPI-Columbus") to Nashville Properties, Inc. ("Nashville"), whose mailing address is 791 Town and Country Boulevard, Suite 250, Houston, Texas 77024, Revenue Property, LLC ("Revenue"), whose mailing address is 1623 Harden Boulevard, Lakeland, Florida 33803, and Mirror Properties, Corp. ("Mirror"), whose mailing address is 225 East Lemon Street, Suite 300, Lakeland, Florida 33801 (collectively, "Debtors"). The sale was represented by a Promissory Note executed by Debtors (the "Note"). As security for payment of the Note, Debtors simultaneously executed a Pledge Agreement in favor of Secured Party (the "Pledge Agreement"), by which they pledged their right, title and interest in and to NPI-Columbus (the "Collateral"). The Collateral represents 100% of the outstanding membership interests in NPI-Columbus. Pursuant to the Pledge Agreement and the Uniform Commercial Code Financing Statement, Secured Party holds a perfected first priority security interest in and to the Collateral.

Debtors have defaulted in their obligations owed to Secured Party in connection with the Note and Pledge Agreement, and Secured Party has exercised its post-default remedies with respect to the Collateral. Specifically, on or about August 25, 2011, Secured Party served a Notification of Disposition of Collateral, and on or about August 28, 2011, it published a Notification of Disposition of Collateral in the Tampa Tribune. Secured Party was the highest bidder at the sale. As a result of Secured Party exercising its post-default remedies with respect to the Collateral, all of Debtors' rights in the Collateral have been transferred to Secured Party.

IN WITNESS WHEREOF, Secured Party has executed this Statement as of the 19 day of September, 2011.

DONALD WALLACE,
an individual

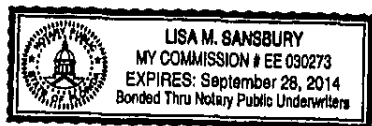

Donald Wallace

[Notary page follows]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 19 day of Sept,
2011, by Donald Wallace. He is either personally known to me, or has produced a
PK driver's license as identification.



(Notarial Seal)

[Signature]
Printed Name: _____
NOTARY PUBLIC
State of Florida at Large

My Commission Expires: _____

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TALLAHASSEE, FLORIDA