

L03000044592

(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



500116001325

02/01/08--01006--012 \*\*25.00

RECEIVED

08 FEB -1 AM 11:10

OFFICE OF THE  
CLERK OF THE  
SUPREME COURT  
TALLAHASSEE, FLORIDA

FILED

08 FEB -1 PM 2:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

FEB 1 2008

EXAMINER

## ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, FL 32308

City/St/Zip

850-222-2785

Phone #

**FILED**  
08 FEB - 1 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- DIVERSIFIED INVESTMENTS - PR, LLC

2- \_\_\_\_\_

3- \_\_\_\_\_

4- \_\_\_\_\_

☒ Walk-in

☐ Pick-up time ASAP

☐ Certified

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

#### NEW FILINGS

<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

#### AMENDMENTS

<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

#### OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

#### REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

\_\_\_\_\_  
Examiner's Initials

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT: DIVERSIFIED INVESTMENTS - PR, LLC**  
(Name of Limited Liability Company)

**FILED**  
08 FEB - 1 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Please return all correspondence concerning this matter to the following:

Drennen L. Whitmire, Jr., Esquire  
(Name of Person)

Haile, Shaw & Pfaffenberger, P.A.  
(Firm/Company)

660 U.S. Highway One, Third Floor  
(Address)

North Palm Beach, FL 33408  
(City/State and Zip Code)

For further information concerning this matter, please call:

Drennen L. Whitmire, Jr., Esquire at ( 561 ) 627-8100  
(Name of Person) (Area Code & Daytime Telephone Number)

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

DIVERSIFIED INVESTMENTS - PR, LLC

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

FILED  
08 FEB - 1 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Articles of Organization for this Limited Liability Company were filed on November 14, 2003 and assigned  
Florida document number L03000044592

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 end with the words "Limited Liability Company," the designation "LLC" or the abbreviation  
"L L C."

**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)

\_\_\_\_\_, 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 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.*

(If Changing Registered Agent, Signature of New Registered Agent)

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

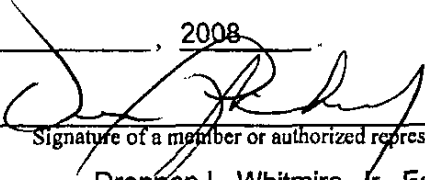
MGR = Manager  
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary)*

SEE EXHIBIT "A" for AMENDMENT

Dated January 29, 2008

  
Signature of a member or authorized representative of a member

Drennen L. Whitmire, Jr., Esquire

Typed or printed name of signee

**EXHIBIT "A"**

**AMENDMENT TO ARTICLES OF ORGANIZATION**  
**DIVERSIFIED INVESTMENTS – PR, LLC**

ARTICLE V – PURPOSE AND POWERS is hereby amended in its entirety to read as follows:

**ARTICLE V - PURPOSE AND POWERS**

The Company's business and purpose shall consist solely of acting as the sole member of Plymouth Rock, LLC (the "Ownership Entity"), which Ownership Entity is engaged in the acquisition, ownership, operation and maintenance of a recreational vehicle park and campground real estate project known as Plymouth Rock Camping Resort, located at N. 7271 Lando Street, Plymouth, Wisconsin (the "Property"). The Company shall:

(a) not own, hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any asset or property (real or personal) other than the membership interest in the Ownership Entity;

(b) not engage in any business other than the ownership of the Ownership Entity and the management of the Property;

(c) not incur any indebtedness, secured or unsecured, direct or indirect, absolute or contingent (including guaranteeing any obligation), other than (i) a loan from Sandy Springs Bank, a Maryland banking corporation, in approximate amount of Six Hundred Ninety Thousand Dollars (\$690,000.00), and (ii) trade and operational debt incurred in the ordinary course of business with trade creditors and in amounts as are normal and reasonable under the circumstances, and no indebtedness of the Company may be secured by the Property;

(d) pay its debts from its assets as the same shall become due;

(e) do all things necessary, to preserve its existence, and the Company shall not, nor will the Company permit any Principal to amend, modify or otherwise change the Articles of Organization, Operating Agreement or other organizational documents of Company or any Principal in a manner which would adversely affect the Company's existence as a single-purpose entity;

(f) at all times hold itself out to the public as, a legal entity separate and distinct from any other entity (including any Affiliate, any constituent party of Company or any Principal);

(g) preserve and keep in full force and effect its existence, good standing and qualification to do business in the state in which the Property is located;

(i) not dissolve or wind up, in whole or in part, and the Company shall not merge with or be consolidated into any other entity;

(j) not commingle the funds and other assets of the Company with those of any Affiliate, any Principal, any constituent party of Company or any other person;

(k) maintain its assets in such a manner that it will not be costly or difficult to segregate, ascertain or identify its individual assets from those of any constituent party of Company, Affiliate, Principal or any other person; and

(l) not hold itself out to be responsible for the debts or obligations of any other person.