

L04000087877

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

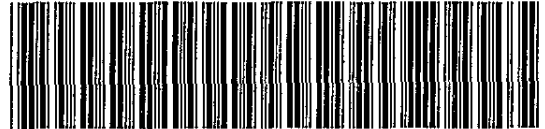
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DIVISION OF CORPORATIONS
2006 MAR 24 PM 4:50

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Costa Omni Terra, 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:

Eugene Costa
(Name of Person)
Costa Omni Terra, LLC
(Firm/Company)
202 S. Bradford Ave
(Address)
Tampa, FL 33609
(City/State and Zip Code)

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For further information concerning this matter, please call:

Eugene Costa at (813) 786 2372
(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

Costa Omni Terra, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 12/6/2004 and assigned
document number LO4000087877.

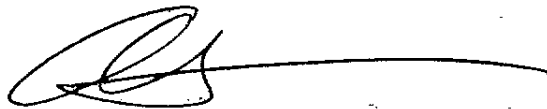
SECOND: This amendment is submitted to amend the following:

* Resignation + assignment of membership
interest of Samuel Hemphill
as manager/member.

* New Manager + sole member
Eugene A. Costa

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Dated 3/23/06.



Signature of a member or authorized representative of a member

Eugene A. Costa

Typed or printed name of signee

Filing Fee: \$25.00

ASSIGNMENT OF MEMBERSHIP INTEREST AND RESIGNATION

In accordance with Article VII, Section 7.8 of the Operating Agreement of Costa Omni Terra, LLC dated November 23, 2004, SAMUEL HEMPHILL, ("Assignor" or "HEMPHILL"), in consideration of the sum of ONE THOUSAND DOLLARS (\$1,000.00), lawful money of the United States, to it in hand paid this day by COSTA OMNI TERRA, LLC, ("Assignee" or "OMNI"), the receipt whereof is hereby acknowledged, has granted, bargained, sold, assigned, transferred and set over, and by these presents does grant, bargain, sell, assign, transfer and set over unto the Assignee, all of Assignor's Membership Interest in and to OMNI, specifically Assignor's One Percent (1%) Membership Interest in OMNI (the "Transferred Interest") to have and to hold forever for the benefit of the Assignee and its successors and assigns.

HEMPHILL hereby represents and warrants:

1. That he is the sole and rightful owner of the Transferred Interest and has no other interest in OMNI.
2. That he has full right to sell and transfer same.
3. That such is free and clear of all security interests, liabilities, obligations, and encumbrances of any kind.
4. That there are no replevins, attachments, executions, or other writs or processes issued against him; that he has not filed any petition in bankruptcy, nor has any petition in bankruptcy been filed against him, and that he has not been adjudicated as bankrupt.

And Assignor does for itself, its executors, administrators, successors and assigns covenants and agrees with OMNI to warrant and defend title to the Transferred Interest hereby transferred unto OMNI against all and every person and persons whomsoever. Assignor hereby agrees to indemnify, defend and hold harmless OMNI and its successors and assigns from all demands, claims, actions or causes of action, assessments, losses, damages, liabilities, costs and reasonable expenses, including, without limitation, interest, penalties and reasonable attorney's fees and expenses (collectively "Claims"), asserted against or imposed upon or incurred by OMNI related to the Operating Agreement of OMNI.

HEMPHILL does hereby resign from OMNI as a member, manager, employee, officer or agent of every kind or capacity effective the date of this Assignment.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24th day of May,
2005.

Signed, sealed, and delivered
in the presence of:

Witness

Print Name:

Anthony Nassar

Witness

Print Name:

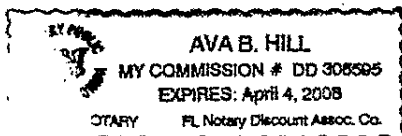
Ava B. Hill

SAMUEL HEMPILL, Assignor

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STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, an officer duly authorized to take acknowledgements on this 24th day of May, 2005, personally appeared SAMUEL HEMPILL, who is personally known to me or who provided Florida Driver License # H514-782-72-381-0 as identification, and who is known to me to be the person who executed the foregoing instrument and who executed the same freely and voluntarily for the purposes therein expressed.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

Ava B. Hill
Print/Type Notary Name
My Commission No:
My Commission Expires: