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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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B. KOHR

DEC 21 2010

EXAMINER

COVER LETTER

TO: **Registration Section
Division of Corporations**

SUBJECT: MHI Healthcare, LLC
Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

Charles L. Cooper Jr.

Name of Person

Bryant Miller Olive P.A.

Firm/Company

101 North Monroe Street, Suite 900

Address

Tallahassee, FL 32301

City/State and Zip Code

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

For further information concerning this matter, please call:

Pamela Bailey

Name of Person

at (850)

222-8611

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

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION OF MHI HEALTHCARE, LLC**

As permitted by Section 608.411, Florida Statutes (2010), the undersigned has made and delivered these Articles of Amendment for the purpose of amending the Articles of Organization of MHI Healthcare, LLC (the "Company").

FIRST: The name of the Company is MHI Healthcare, LLC.

SECOND: The Articles of Organization of the Company were filed on December 4, 2004, and assigned document number L04000089130. Said Articles were amended December 27, 2004, and again on November 5, 2008 (collectively, the "Articles").

THIRD: Article 1 of the Articles is hereby amended in its entirety to read as follows:

ARTICLE 1. NAME AND PURPOSE

The name of the limited liability company is MHI Healthcare, LLC (the "Company"). The Company is formed for the single purpose of operating and leasing that certain skilled nursing facility located at 512 West Main Street, Mayo, Florida 32066, and for all purposes incidental to owning, leasing and mortgaging such property.

FOURTH: Article 7 of the Articles is hereby amended in its entirety to read as follows:

ARTICLE 7. MANAGEMENT

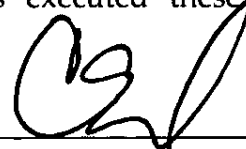
Management of the Company shall be by one or more Managers, who shall be appointed in the manner provided for in any Operating Agreement among the Company and its Members. The Manager(s) shall have the full general powers and authority provided for under Chapter 608, Florida Statutes, and such specific authority and powers as may be provided for in the Operating Agreement of the Company. Any Manager may, but need not be, a Member of the Company.

FIFTH: The Articles of Amendment filed by the Company on November 5, 2008, are hereby amended by deleting the references contained on page 2 thereof to all Managers or Managing Members being added or deleted.

SIXTH: Except as expressly stated otherwise herein, the Articles of Organization of the Company shall be and remain in full force and effect. The provisions of these Articles of Amendment shall govern over any conflicting provisions contained in the original Articles of Organization (including any amendments dated prior to the date hereof).

SEVENTH: These Articles of Amendment have been approved by the unanimous consent of the Members of the Company, which consent is sufficient to authorize the amendments stated herein.

THE UNDERSIGNED, as Manager and Member, has executed these Articles of Amendment this 17 day of December, 2010.

A handwritten signature in black ink, appearing to read 'C. E. Trefzger, Jr.', written over a horizontal line.

Charles E. Trefzger, Jr.
Member/Manager