# L05000009338

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Certified Copies	_ Certificates	s of Status
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SECRETARY OF STATION
OIVISION OF CORPORATION
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#### **COVER LETTER**

Division of Corporations		
SUBJECT: Middle Village Center, LLC (Name of Limited Liability Con	npany)	
The enclosed member, managing member or manager resig filing.	nation and fee(s) are submitted for	
Please return all correspondence concerning this matter to:		
Michelle R. Stokes (Contact Person)	-	
Leigh A. Williams, PA (Firm/Company)	-	07 M
37 N. Orange Avenue, Suite 200 (Address)	-	07 MAY 22 AM 11: 05
Orlando, FL 32801  (City/State and Zip Code)  For further information concerning this matter, please call:	-	HII: 05
	) 425-2571 & Daytime Telephone Number)	
Enclosed please find a check made payable to the Florida D \$25 Filing Fee \$25 Filing Fee	Department of State for: 155 Filing Fee & Certified Copy	
Registration Section Division of Corporations	MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314	

CR2E079 (5/06)



### FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS

# RESIGNATION OF MEMBER, MANAGING MEMBER OR MANAGER FROM FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY

	mited liability company as i	it appears on the records of the Flor	
	ty company was organized		OT MAY 22 AMII: 05
		al ! - 1	AHII: O
L05000009	9338	this limited liability company is:	
4. I, Lee J. Mal		, hereby resign as a Manag	ing Member
(Print Man	ne of Person Resigning)	(Prin	nt Title)
resignation in writing		limited liability company has been	notified of my
Filing Fee: Certified Copy:	\$25.00 (Required) \$30.00 (Optional)		

CR2E079 (5/06)

#### MIDDLE VILLAGE CENTER LLC CONSENT OF LEE J. MAHER

This Consent is made this 10 day of March, 2007 by Lee J. Maher, a Member ("Maher") of Middle Village Center LLC, a Florida Limited Liability Company (the "Company")

WHEREAS, Maher desires to transfer his entire 50% Membership Interest in the Company (which constitutes his entire interest in the Company) to Charles Whittall; ("Whittall") and,

WHEREAS, the Operating Agreement of the Company shall be amended and to provide that Charles Whittall is the sole member of the Company and holds 100% of the Membership Interest in the Company.

#### **NOW THEREFORE.** Maher consents to the following:

(1) Maher hereby consents to Whittall's amending the Operating Agreement for the Company as set forth in the attached Amendment to Operating Agreement so that Whittall is the sole Member. Maher has also executed his Resignation from any and all positions within the Company on the same date herewith.

IN WITNESS WHEREOF, the undersigned have caused this Consent to be executed as of the date written above.

DIVISION OF CORPORATIONS

OT MAY 22 AM 11: 05

## MIDDLE VILLAGE CENTER LLC RESIGNATION OF MEMBER

I, LEE J. MAHER, hereby resign my position as a Member of Middle Village Center LLC, a limited liability company organized under the laws of the State of Florida, effective this \_\_\_\_\_\_ day of March, 2007 and affirm that the limited liability company has been notified in writing of the resignation.

LEE J. MAHER

DIVISION OF CORPORATIONS

# AMENDMENT TO OPERATING AGREEMENT OF MIDDLE VILLAGE CENTER LLC

THIS AMENDMENT TO THE OPERATING AGREEMENT (this "Amendment") of Middle Village Center LLC (the "Company"), dated this 131 day of March, 2007, shall serve to amend that Operating Agreement of the Company as follows:

Exhibit A of the Operating Agreement is replaced in its entirety with Exhibit A attached hereto.

Further Charles Whittall is the sole Member and Managing Member of the Company and Lee J. Maher has transferred all interest in the Company to Charles Whittall as of the effective date hereof.

IN WITNESS WHEREOF, the parties hereto have executed this agreement as of the date first written above.

**MEMBER:** 

Name: Charles Whittall

#### **EXHIBIT A**

# MEMBERS, CAPITAL ACCOUNTS AND PERCENTAGE INTERESTS

<u>Members</u>	Capital <u>Account</u>	Percentage <u>Interest</u>
Charles Whittall	\$ 200	100%
Total All Members	\$ 200	100%

SECRETARY OF STATE US DIVISION OF CORPORATIONS