

L05000002 9874

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DIVISION OF CORPORATIONS
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JB

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Holbrook Center, LLC
(Name of Limited Liability Company)

The enclosed member, managing member or manager resignation and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Michelle R. Stokes

(Contact Person)

Leigh A. Williams, PA

(Firm/Company)

37 N. Orange Avenue, Suite 200

(Address)

Orlando, FL 32801

(City/State and Zip Code)

For further information concerning this matter, please call:

Michelle R. Stokes

(Name of Contact Person)

at (407) 425-2571

(Area Code & Daytime Telephone Number)

Enclosed please find a check made payable to the Florida Department of State for:

☐ \$25 Filing Fee

☒ \$55 Filing Fee &
Certified Copy

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

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

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

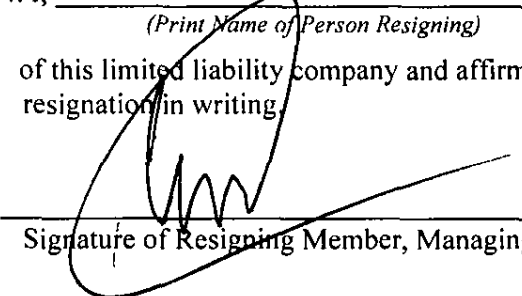
1. The name of the limited liability company as it appears on the records of the Florida Department of State is: Holbrook Center, LLC

2. This limited liability company was organized under the laws of:
Florida

3. The Florida document/registration number of this limited liability company is:
L05000009874

4. I, Lee J. Maher, hereby resign as a Managing Member
(Print Name of Person Resigning) (Print Title)

of this limited liability company and affirm the limited liability company has been notified of my resignation in writing



Signature of Resigning Member, Managing Member or Manager

Filing Fee: \$25.00 (Required)
Certified Copy: \$30.00 (Optional)

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HOLBROOK CENTER LLC
CONSENT OF LEE J. MAHER

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

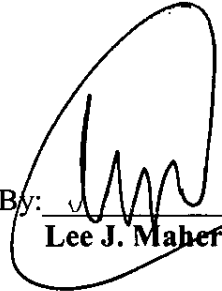
WHEREAS, Maher desires to transfer his entire 50% Membership Interest in the Company (which constitutes his entire interest in the Company) to **Charles Whittall**; ("Whittall") and,

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.

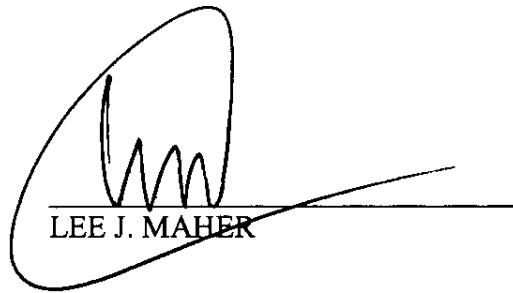
IN WITNESS WHEREOF, the undersigned have caused this Consent to be executed as of the date written above.

By: 
Lee J. Maher

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HOLBROOK CENTER LLC
RESIGNATION OF MEMBER

I, LEE J. MAHER, hereby resign my position as a Member of Holbrook Center LLC, a limited liability company organized under the laws of the State of Florida, effective this 10th day of ~~March~~ ^{April}, 2007 and affirm that the limited liability company has been notified in writing of the resignation.



LEE J. MAHER

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**AMENDMENT TO OPERATING AGREEMENT
OF
HOLBROOK CENTER LLC**

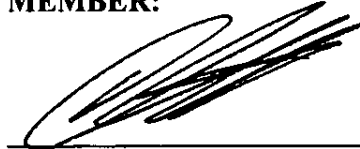
THIS AMENDMENT TO THE OPERATING AGREEMENT (this "Amendment") of Holbrook Center LLC (the "Company"), dated this 13th day of ~~March~~ April, 2007, shall serve to amend that Operating Agreement of the Company as follows:

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

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EXHIBIT A
MEMBERS, CAPITAL ACCOUNTS
AND PERCENTAGE INTERESTS

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

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