

LD5000010715

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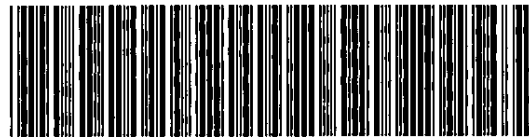
(Business Entity Name)

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DIVISION OF CORPORATIONS

APR 24 2017
J. HARRIS

COVER LETTER

TO: ,Registration Section
Division of Corporations

SUBJECT: A.A. Miller Family, 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:

H. Price Poole, Jr.

Name of Person

Poole & Poole, P.A.

Firm/Company

303 Centre Street, Suite 200

Address

Fernandina Beach, FL 32034

City/State and Zip Code

hppoole@bellsouth.net

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

For further information concerning this matter, please call:

H. Price Poole, Jr.

Name of Person

at (904) 261-0742

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 10, 2017

H PRICE POOLE, JR
POOLE & POOLE, PA
303 CENTRE STREET, SUITE 200
FERNANDINA BEACH, FL 32034

SUBJECT: A.A. MILLER FAMILY, LLC
Ref. Number: L05000010715

We have received your document for A.A. MILLER FAMILY, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

Chapter 605, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Jenna D Harris
Regulatory Specialist II

Letter Number: 617A00006891

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TALLAHASSEE, FLORIDA

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
A. A. MILLER FAMILY, LLC
(A Florida Limited Liability Company)**

The Articles of Organization for this Limited Liability Company were filed on January 24, 2005 and assigned document number L05000010715.

The Principal Office address of the limited liability company is:

108 South Fletcher Avenue
Fernandina Beach, FL 32034

The mailing address of the limited liability company is:

96509 Blackrock Road
Yulee, FL 32097

This amendment is submitted to amend the following:

A. Change of Registered Agent:

1. Registered Agent shown on the records of the Florida Dept. Of State:

Paige Poole Poechmann
303 Centre Street, Suite 200
Fernandina Beach, FL 32034

2. New Registered Agent:

H. Price Poole, Jr.
303 Centre Street, Suite 200
Fernandina Beach, FL 32034

B. Pursuant to the provisions of section 605.0202, Florida Statutes, this Florida Limited Liability Company adopts the following amendments to its Articles of Organization:

Amendments Adopted

1. The text of the amendment to ARTICLE V as adopted is as follows:

ARTICLE V. MEMBERSHIP RESTRICTIONS

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. This limited liability company shall have two classes of membership. Class A members shall be restricted to lineal descendants of ALEXANDER A. MILLER, JR., and shall be entitled to vote on any matter, including, but not limited to, the election of the managing member, according to the percentage of certificates of membership held by him or her. Class B members shall have no voting rights, but shall be entitled to receive all of the profits of the LLC. The total number of certificates of membership to be issued shall be 27,000 Class A Certificates and 27,000 Class B Certificates.

The total number of Class A and Class B certificates of membership may be increased or decreased by the unanimous vote of all Class A members.

Class A Certificates shall be valued based on an appraisal, by a licensed appraiser selected by a majority of Class A members, of the real estate value/equity of the properties owned by the limited liability company plus the cash on hand, minus thirty (30) times the prior year earnings.

Class B Certificates shall be valued at thirty (30) times the prior year earnings.

A member's Class A interest in the limited liability company may not be sold, encumbered, alienated or otherwise transferred except with unanimous written consent of all members; provided, however, that a member may, at any time, transfer a portion of all of his or her interest to his or her child or children, without the approval of the other members.

On the death, retirement, resignation, expulsion, or bankruptcy of a Class A member, or the occurrence of any other event that terminates the continued membership of a Class A member in the limited liability company, the remaining Class A members shall have the right to continue the business on unanimous consent of the remaining Class A members.

A member's interest in the limited liability company, whether Class A or Class B, may not be sold or otherwise transferred without first offering to the Class A members the right of first refusal to purchase at the values of the Certificates as established herein above.

If a Class A member dies testate, and his or her Class A Certificates are to be distributed under the deceased member's will to a beneficiary other than a lineal descendant of ALEXANDER A. MILLER, JR., then such distribution shall be regarded as a sale for purposes herein, and the remaining Class A members shall have the right of first refusal to purchase said Class A Certificates at the values as established herein above.

If a Class A member dies intestate survived by child(ren), then the deceased member's Class A Certificates may be distributed to the member's child(ren) in accordance with State intestacy laws.

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If such deceased Class A member is not survived by child(ren), then the deceased member's Class A Certificates shall be distributed in equal shares to the remaining Class A members.

2. The text of the amendment to ARTICLE VII as adopted is as follows:

ARTICLE VII. PROFITS AND LOSSES

(a) Profit Sharing. The members of the limited liability company shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive percentage of the profits specified as follows:

<u>Member</u>	<u>% of Ownership</u>	<u>Class A Certificates</u>	<u>Class B Certificates</u>
James C. Miller	33.33%	9,000	9,000
Colin W. Miller	16.66%	4,500	4,500
Amanda E. Miller Skinner	16.66%	4,500	4,500
Keith R. Miller	11.11%	3,000	3,000
Kevin B. Miller	11.11%	3,000	3,000
Susan E. Corbett	11.11%	3,000	3,000

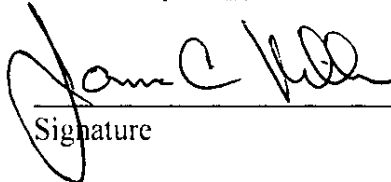
The distributive percentage of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of the business of the limited liability company, the month and day of the commencement date being the date these Articles are executed.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business. A member shall not be personally liable for any debts or losses of the limited liability company beyond his or her or its respective capital contributions, unless agreed to in writing by all of the members.

C. The effective date of the amendments is the date of filing.

It is hereby confirmed that the changes were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the Articles of Organization or the Operating Agreement of the limited liability company.

Dated: April 19, 2017


Signature

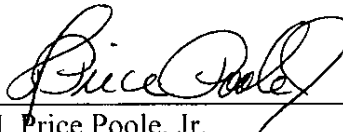
James C. Miller
Printed or typed name of signee

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2017

New Registered Agent's Signature:

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 605, F.S. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified of this change.

Date: April 19, 2017



H. Price Poole, Jr.
303 Centre Street, Suite 200
Fernandina Beach, FL 32034

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