

L05000034029

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2006 MAR 27 PM 4:50
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

J. BRYAN  MAR - 1 2006

J. BRYAN MAR 28 2006

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Genmo, 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:

Josh Souza
(Name of Person)
Majestic Properties, Inc.
(Firm/Company)
35 NE 40th St. 3rd Fl.
(Address)
Miami, FL 33137
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Josh Souza at (305) 677-5000
(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 1, 2006

JOSH SOVZA
MAJESTIC PROPERTIES, INC.
35 NE 40TH ST. 3RD FL
MIAMI, FL 33137

SUBJECT: GENMO, LLC
Ref. Number: L05000034029

FILED
2006 MAR 27 PM 4:50
TALLAHASSEE, FLORIDA

We have received your document for GENMO, LLC and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 206A00014384

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

Genmo, LLC

(Present Name)
(A Florida Limited Liability Company)

FILED
2006 MAR 27 PM 4:50
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

FIRST: The Articles of Organization were filed on 4/07/05 and assigned
document number L05000034029

SECOND: This amendment is submitted to amend the following:

- Please remove Ricardo Geng
as manager of this LLC
- Please change registered agent from
Chad Burt Schell to Josh Souza.

Dated February 20, 2006


Signature of a member or authorized representative of a member

Jeff Morr

Typed or printed name of signee

Filing Fee: \$25.00



FILED
2006 MAR 27 PM 4:50
TALLAHASSEE, FLORIDA

March 20, 2006

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee FL 32314

RE: GENMO, LLC
Ref# L06000034029

Dear Joey Bryan:

In response to your correspondence dated March 1 2006, listed below please find acceptance of registered agent.

I Josh Sovza, hereby am familiar with and accept the duties of responsibilities as registered agent for GENMO LLC.


Josh Sovza

If you have any other questions please feel free to contact me.

Sincerely,

Andres Castellanos
CFO

Corporate Office
☐ 35 NE 40 Street - 3rd Floor | Miami, FL 33137 | Tel 305 677 5000 | Fax 305 571 8300

www.majesticproperties.com

☐ 1827 Sunset Harbour Dr | Miami Beach, FL 33139 | Tel 305 534 1999 | Fax 305 534 9088
☐ 1682 Jefferson Ave | Miami Beach, FL 33139 | Tel 305 398 7888 | Fax 305 398 7889
☐ 5046 Biscayne Blvd | Miami, FL 33137 | Tel 305 757 1400 | Fax 305 757 1616

AGREEMENT FOR ASSIGNMENT OF MEMBERSHIP INTEREST IN
GENMO, LLC,
A FLORIDA LIMITED LIABILITY COMPANY

THIS AGREEMENT is made as of this 10th day of February, 2006, by Jeff Morr (the "Purchaser") and Ricardo Geng (the "Member")

WHEREAS, Ricardo Geng (the "Seller") desires to sell and the Purchaser desires to acquire a fifty percent membership interest in the GENMO, LLC, a Florida limited liability company (the "Company") which represent one half of the total membership interests outstanding (the "Membership Interest").

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, it is hereby agreed that:

1. Conveyance. The Seller does hereby sell, assign, convey, warrant and deliver to the the Purchaser a total of fifty percent of the outstanding membership interests which is held by the Seller to provide Purchaser with a total of one hundred percent membership interest in the Company. The Purchaser shall pay Seller Thirty Seven Thousand Seven Hundred Fifty and No/100 Dollars (\$37,750.00) for the membership interest contemporaneously with the execution of this Agreement.

2. Assumption of Obligations. The Purchaser hereby assumes and agrees to observe and perform all of the obligations and duties of the Company which occur subsequent to the date hereof. The Purchaser must also provide a confirmation letter from the developer that this sale and transfer is approved; and Majestic Properties shall keep past and future commission payments related to the purchase of this property.

Purchaser furthermore agrees to release, discharge, acquit and forgive Ricardo Geng from any and all claims, actions, suits, demands agreements, liabilities, judgments, and proceedings both at law and in equity arising subsequent to the date hereof, which may arise out of terms of this Agreement.


3. Membership Interest. Upon the completion of the Sale, The membership of the Company shall consist of Jeff Morr having a 100% membership interest.

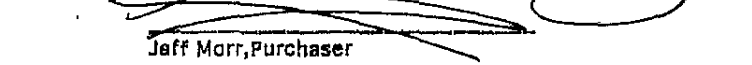
4. Books and Records. The Parties hereto hereby authorize, empower and direct the Company to take such further action and to execute and deliver such additional documents as the members may deem necessary or appropriate to effectuate the intent and purposes of the foregoing Agreement.

5. Articles of Organization. The Parties acknowledge that the Company shall be managed and decisions made pursuant to the existing Company documents as modified by this Agreement.

6. Facsimile Signatures. The Parties agree to accept Facsimile signatures on this Agreement or any other documents necessary to the Agreement as legally binding on both parties.

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement for Assignment of Membership Interest to be executed, this 10th day of February, 2006.


Ricardo Geng, Seller/Member


Jeff Morr, Purchaser

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TALLAHASSEE, FLORIDA