

W5000041626

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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Frostproof Pizza, 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:

Deborah Rose Tracy, Esq.  
(Name of Person)

Law Offices of Deborah Rose Tracy PA  
(Firm/Company)

Post Office Box 101  
(Address)

Valrico, FL 33595-0101  
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

For further information concerning this matter, please call:

Deborah Tracy at ( 813 ) 684-6171  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

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☐ \$55.00 Filing Fee &  
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(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

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF  
FROSTPROOF PIZZA, LLC

1. The Articles of Organization for Frostproof Pizza, LLC were originally filed on April 27, 2005, document L05000041626.

2. Article I of the Articles is hereby amended to change the name of the company from Frostproof Pizza, LLC to TM-Deland Properties, LLC.

3. The following articles are hereby added to the Articles of Organization:

a. Article VI - The company shall have a perpetual existence.

b. Article VII - A new member may be admitted into the Company, an existing member may withdraw, and a member may transfer its interest in the Company only in accordance with the specific restrictions and procedures set forth in the Operating Agreement and any attempt to do any of the foregoing without notice, prior written consent or compliance with any rights of first refusal, as applicable, shall be null and void and of no effect. Except as otherwise provided herein, transfer of a Member's interest pursuant to death, incapacitation or bankruptcy shall be subject to the restrictions set forth in the Operating Agreement.

c. Article VIII - Upon the death, retirement or resignation of a member, provided that at least one member remains, the company shall continue operations unless a majority of the remaining members present and eligible to vote at a special meeting vote to terminate the business of the company. In the event of a dissolution of the company, the business affairs of the company shall continue to be governed by the terms of the operating agreement during the winding up of the company's business and affairs.

d. Article IX - These Articles may be amended at any time by a majority vote of the members of the Company entitled to vote or in the manner provided for in the Operating Agreement in effect at the time of the amendment. Such amendment shall be promptly filed with the Secretary of the State of Florida in accordance with the statutory requirements for a Limited Liability Company.

4. These amendments have been duly approved by all of the current members and managers of the Company and the undersigned is hereby authorized to file the same.

5. These amendments shall be effective as of the date of filing.

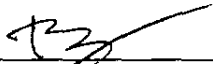
Signed this 17<sup>th</sup> day of January, 2006.


MEMBER:

Tarek Properties, Ltd., a Florida limited  
Partnership; By: Tarek Management, Inc.  
A Florida corporation

MEMBER AND SOLE MANAGER:

By:

  
Tarek Kazbour, its President

  
Mike Sareini