

L05000113011

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

L05-113011

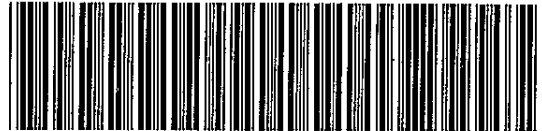
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M. HODGES

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Zip Air, L.L.C.
(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:

Marsha Isham

(Name of Person)

Forte Macaulay Development Consultants

(Firm/Company)

1670 Atlantic Boulevard

(Address)

Jacksonville, Florida 32207

(City/State and Zip Code)

For further information concerning this matter, please call:

Marsha Isham

(Name of Person)

at (

904

858-3400

(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

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Zip Air, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on September 15, 2005 and assigned document number LO5000113011

SECOND: This amendment is submitted to amend the following:

Article V of the Articles of Organization are amended to delete
Hugh M. Evans, Jr. and Arthur F. Evans, III as Manager Members
and amend the Managing Member of the limited liability company
to read as follows:

Title: MGRM
Forte Macaulay Development Consultants, Inc.
1682 West Hibiscus Boulevard
Melbourne, Florida 32901

Dated December 29, 2005



Signature of a member or authorized representative of a member

HUGH EVANS, JR.

Typed or printed name of signee

Filing Fee: \$25.00

FILED
06 JAN 23 PM 1:43
TALLAHASSEE FLORIDA


WRITTEN ACTION
OF
MEMBERS
OF
ZIP AIR, L.L.C.

The undersigned, being all of the members of the Board of Directors of ZIP AIR, L.L.C., a Florida limited liability company (the "Company"), as well as the members of the company, hereby take the following written actions in lieu of holding meeting regarding same, all pursuant to the terms of Sections 607.0821 and 607.0704, Florida Statutes:

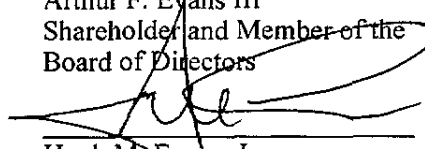
RESOLVED, that the directors authorize and confirm that the ownership interest in the corporation is amended as follows:

<u>Name</u>	<u>Ownership Percentage</u>
Forte Macaulay Development Consultants, Inc.	100%

IN WITNESS WHEREOF, the undersigned hereby approve and adopt the foregoing actions this 29th day of December, 2005.



Arthur F. Evans III
Shareholder and Member of the
Board of Directors



Hugh M. Evans, Jr.
Shareholder and Member of the
Board of Directors

ASSIGNMENT OF MEMBERSHIP INTEREST AND RELEASE

This AGREEMENT (hereinafter referred to as the "Agreement") is made effective this 24th day of December, 2005 by and between Zip Air, L.L.C., a Florida limited liability company, whose address is 1682 West Hibiscus Boulevard, Melbourne, Florida 32901 (hereinafter referred to as the "Company"), Arthur F. Evans, III and Hugh M. Evans, Jr., whose address is 1682 West Hibiscus Boulevard, Melbourne, Florida 32901 (collectively hereinafter referred to as the "Assignors") and Forte Macaulay Development Consultants, Inc., a Florida corporation, whose address is 1682 West Hibiscus Boulevard, Melbourne, Florida 32901 (hereinafter referred to as the "Assignee").

WITNESSETH:

Reference is hereby made to the Articles of Organization dated September 15, 2005 bearing document number L05000113011.

The claims of all of the parties with respect to the Company have been resolved, and the parties hereby enter into this Release Agreement in full settlement and full satisfaction of all such issues. Upon execution hereof, Assignors hereby assign all right title and interest they have in the Company to Assignee and hereby withdraw and resign as Managing Members of the Company, and they shall release and relinquish unto Assignee any and all interest that they may have in and/or to the Company, its assets, its units of membership interest, its contracts, its trademarks, and any rights of any nature whatsoever in and to the Company.

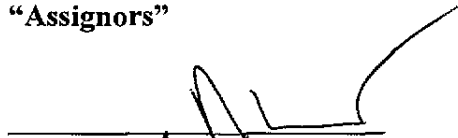
Now, therefore, the parties agree as follows:

1. Assignors hereby assign all right, title and interest any and all interest that they may have in and/or to the Company, its assets, its units of membership interest, its contracts, its trademarks, and any rights of any nature whatsoever in and to the Company to Assignee and hereby resign as Managing Members of the Company.

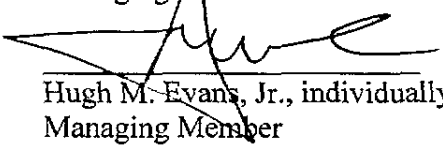
1. Assignee is hereby substituted as Managing Member of the Company.
2. Assignee hereby agrees to fulfill all obligations as Managing Member of the Company.

THE UNDERSIGNED parties have caused this instrument to be executed the day and year first above written.

"Assignors"



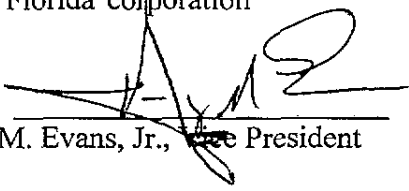
Arthur F. Evans, III, individually and as
Managing Member



Hugh M. Evans, Jr., individually and as
Managing Member

"Assignee"

Forte Macaulay Development Consultants,
Inc., a Florida corporation

By: 

Hugh M. Evans, Jr., ~~the~~ President