

L060000024901

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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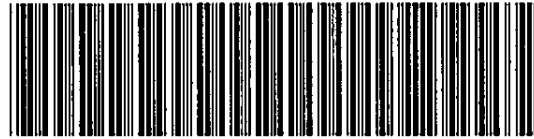
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L06-24901
OK



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 27, 2006

CARL-CHRISTIAN THIER
200 S. ORANGE AVENUE, SUITE 2025
ORLANDO, FL 32801

SUBJECT: CASTLE ROCK 25 PARTNERS, LLC
Ref. Number: L06000024901

We have received your document for CASTLE ROCK 25 PARTNERS, LLC and your check(s) totaling \$55.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 606A00072675

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Castle Rock 25 Partners, 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:

Carl-Christian Thier

(Contact Person)

Jupiter USA, Inc.

(Firm/Company)

200 S. Orange Avenue, Suite 2025

(Address)

Orlando, FL 32801

(City/State and Zip Code)

For further information concerning this matter, please call:

Carl-Christian Thier

(Name of Contact Person)

at (407) 245-8360

(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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CASTLE ROCK 25 PARTNERS, 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:

CARL-CHRISTIAN THIER

(Name of Person)

JUPITER USA, INC.

(Firm/Company)

200 S. ORANGE AVENUE SUITE 2025

(Address)

ORLANDO, FL 32801

(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

MATTHEW FISCHER

(Name of Person)

at (407) 245-8360

(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)

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JAN -5 AM 8:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**

CASTLE ROCK 25 PARTNERS, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 03/08/06 and assigned
document number L06000024901.

SECOND: This amendment is submitted to amend the following:

1) PLEASE REMOVE/DELETE GREATLAND DEVELOPMENT, LLC AS MANAGER

2) ADD JUPITER USA, INC. AS MANAGER

Dated Date of Filing, 2007.

See attached documents

Signature of a member or authorized representative of a member

Typed or printed name of signee

Filing Fee: \$25.00

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TALLAHASSEE
FLORIDA
SECRETARY OF STATE

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RESIGNATION

The undersigned, **GREAT LAND DEVELOPMENT, L.L.C.**, a Nevada limited liability company, hereby resigns, effective as of the date set forth below, in its capacity as Manager of **CASTLE ROCK 25 PARTNERS, LLC**, a Florida limited liability company.

Dated and effective as of November 8, 2006.

GREAT LAND DEVELOPMENT, L.L.C., a Nevada
limited liability company

By:


WARREN J. STANCHINA, its Manager

By:


MARY LYNN STANCHINA, its Manager

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TALLAHASSEE, FLORIDA

**ACTION OF THE MEMBERS AND THE MANAGERS
TAKEN BY WRITTEN CONSENT WITHOUT A MEETING
OF
CASTLE ROCK 25 PARTNERS, LLC**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned, being the all of the members (the "Members") and the sole manager (the "Manager") of **CASTLE ROCK 25 PARTNERS, LLC**, a Florida limited liability company (the "Company"), hereby consent to the following actions being taken and the following resolutions being adopted without a meeting and hereby direct that this written consent be delivered to the Company for inclusion in the minutes or filing with the records of the Company.

Appointment of Manager

WHEREAS, the Members deem it to be in the best interest of the Company to accept the resignation as Manager tendered by Great Land Development, L.L.C., a Nevada limited liability company ("Great Land") and appoint Jupiter USA, Inc., a Florida corporation ("Jupiter"), as the Manager of the Company.

NOW, THEREFORE, BE IT RESOLVED, that Jupiter be, and it hereby is, appointed as the Manager of the Company as of November 2, 2006.

Loan Documents

WHEREAS, the Members and the Manager deem it to be in the best interests of the Company, together with Dacono 25 Partners, LLC, a Colorado limited liability company, to borrow \$2,115,674.01 (the "Loan") from Stanchina Family Partners, LLC, a Florida limited liability company ("Stanchina LLC"), and pursuant thereto the Company shall enter into the following related agreements:

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IN WITNESS WHEREOF, the undersigned have given their consent to the foregoing resolutions as of November 8, 2006.

MEMBERS:

US EURO EQUITY, LTD., a Florida limited partnership

By: Jupiter USA, Inc., its general partner

By: [Signature]
Carl-Christian Thier, President

By: [Signature]
Wolfgang Dueren, Vice President

GREAT LAND DEVELOPMENT, L.L.C., a Nevada limited liability company

By: [Signature]
Warren J. Stanchina, its Manager

MANAGER:

JUPITER USA, INC., a Florida corporation

By: [Signature]
Carl-Christian Thier, President

By: [Signature]
Wolfgang Dueren, Vice President

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