

L060000083314

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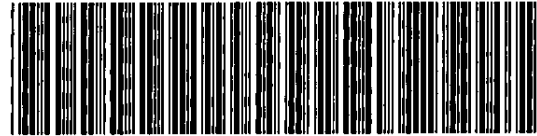
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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: UPPER CRUST & GRUMB ENTERPRISES, 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:

BRADFORD B. GORNTO
(Name of Person)

GORNTO + GORNTO, P.A.
(Firm/Company)

149 S. RIDGEWOOD AVE., SUITE 550
(Address)

DAYTONA BEACH, FL 32114
(City/State and Zip Code)

For further information concerning this matter, please call:

BRADFORD B. GORNTO at (386) 257-1899
(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

ARTICLES OF AMENDMENT
to
ARTICLES OF ORGANIZATION
of
UPPER CRUST & CRUMB ENTERPRISES, LLC
A Florida Limited Liability Company

FIRST, The Articles of Organization for **Upper Crust & Crumb Enterprises, LLC** were filed on August 23, 2006 and assigned document number L06000083314.

SECOND, These Articles of Amendment are hereby submitted to amend and restate the originally filed Articles of Organization in its entirety as follows:

ARTICLE 1
NAME

The name of this limited liability company is Upper Crust & Crumb Enterprises, LLC.

ARTICLE 2
PERIOD OF DURATION

The period of duration of this limited liability company is perpetual.

ARTICLE 3
PURPOSE

The purpose for which this limited liability company is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the Florida Limited Liability Company Act or under the laws of any other jurisdictions in which the company may conduct business. This limited liability company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to invest the funds of this limited liability company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of this limited liability company enumerated in these articles of organization or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this limited liability company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this limited liability company.

ARTICLE 4
PRINCIPAL OFFICE

The mailing address and street address of the principal office this limited liability company are as follows:

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TALLAHASSEE, FLORIDA

Mailing address: 5820 S. Williamson Blvd., #4
Port Orange, FL 32128

Street address: 5820 S. Williamson Blvd., #4
Port Orange, FL 32128

ARTICLE 5
REGISTERED AGENT; REGISTERED OFFICE

The name and street address of the initial registered agent of this limited liability company in the State of Florida are as follows:

Name: Bradford B. Gornito
Street Address: 149 S. Ridgewood Avenue, #550
Daytona Beach, FL 32114

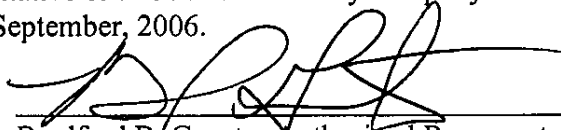
ARTICLE 6
MANAGEMENT

The limited liability company is to be managed by its Manager and is therefore a manager managed company. The name and address of the initial manager are as follows:

Name: JLC Enterprise, LLC (a Florida limited liability company)
Address: 5820 S. Williamson Blvd., #4
Port Orange, FL 32128

EXECUTION

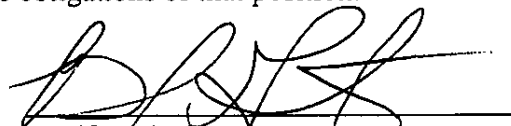
The undersigned authorized representative of this limited liability company executes these articles of organization this 13th day of September, 2006.


Bradford B. Gornito, Authorized Representative

STATEMENT OF ACCEPTANCE OF
APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment. I further state that I am familiar with and accept the obligations of that position.

Dated September 13th, 2006.


Bradford B. Gornito