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DIVISION OF CORPORATIONS  
10 JUL - 8 PM 1:44

B. KOHR

JUL - 8 2010

EXAMINER

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Best Aerospace & Associates, LLC  
Name of Limited Liability Company

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 JUL -8 PM 1:44

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jose Antonio Yopez

Name of Person

Best Aerospace & Associates, LLC

Firm/Company

3600 Mystic Pointe Drive, Apt. LP-6

Address

Aventura, Florida 33180

City/State and Zip Code

joseayopezgil@hotmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jose Antonio Yopez

Name of Person

at ( 305 )

981-7550

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 JUL -8 PM 1:44

Best Aerospace & Associates, LLC

(Name of the Limited Liability Company as it now appears on our records.)  
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on October 16, 2006 and assigned  
Florida document number L06000100827.

This amendment is submitted to amend the following:

**A. If amending name, enter the new name of the limited liability company here:**

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

**B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:**

Name of New Registered Agent:

New Registered Office Address:

*Enter Florida street address*

Florida

City

Zip Code

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

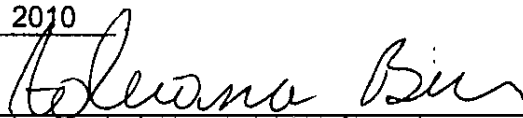
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	Jose Antonio Yopez	3600 Mystic Pointe Drive Apt LP-6 Aventura, Florida 33180	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
MGRM	Adriana Brier	3600 Mystic Pointe Drive Apt LP-6 Aventura, Florida 33180	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Jesus A. Ochoa's only interest in Best Aerospace & Associates, LLC is as a  
Member, all of his managing powers have been removed effective June 24,  
2010, as stated on the fully executed Resolution and Minutes of the majority  
Managing Members of Best Aerospace & Associates, LLC.

Dated June 24, 2010

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member

Adriana Brier

\_\_\_\_\_  
Typed or printed name of signee

# LLC RESOLUTION

FOR

## BEST AEROSPACE & ASSOCIATES LLC

The undersigned hereby certifies that the following is a true copy of the Resolution duly adopted by the majority Managing Members of BEST AEROSPACE & ASSOCIATES, LLC, a Florida limited liability company ( the "Company"), at a meeting held on June 24, 2010, where a full quorum was present and duly entered in the minutes of said meeting in the book of minutes of the Company and that said Resolution is in the conformity with the applicable laws of the Company and it is in full force and effect.

**RESOLVED:** That the majority Managing Members of the Company are hereby authorize to remove Jesus Armando Ochoa as a Managing Member of Best Aerospace & Associates, LLC;

**FURTHER RESOLVED** That Jesus Armando Ochoa's only interest in Best Aerospace & Associates will be as a Member without any managing rights.

**FURTHER RESOLVED:** That the undersigned, the majority Managing Members of Best Aerospace & Associates, LLC, certify that the foregoing resolution was duly and regularly enacted at a meeting of the majority Managing Members called for that purpose and held in accordance with Clause II, Section 10 and Clause IV, Section 7 of the Operating Agreement of the Company and the majority managing members of the Company pursuant thereto. That the resolution is in full force and effect as of the date and has not been altered or rescinded.

Dated the 24<sup>th</sup> June 2010.

Best Aerospace & Associates LLC, a Florida limited liability company.

By:

Adriana Brier  
Adriana Brier, Managing Member

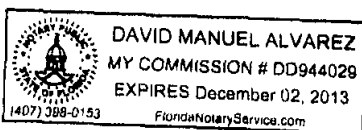
By:

Jose Antonio Yopez  
Jose Antonio Yopez, Managing Member

State of Florida )

County of Miami- Dade )

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of June, 2010 by Adriana Brier, and Jose Antonio Yopez as the majority Managing Members of BEST AEROSPACE & ASSOCIATES LLC and they have produced Florida Driver's License and Venezuelan Identification Card, respectively, as identification.



David Manuel Alvarez  
Notary Public

**MINUTES OF SPECIAL MEETING OF THE MEMBERS  
OF BEST AEROSPACE & ASSOCIATES, LLC.**

A special meeting of the majority managing members of **BEST AEROSPACE & ASSOCIATES, LLC** was held at 3600 Mystic Pointe Drive, Ste. LP-6, Aventura, Florida 33180 on June 24, 2010 at 9:00 A.M. The meeting was called to order by the majority managing members, **Adriana Brier and Jose Antonio Yopez**.

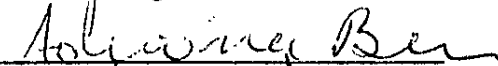
First order of business, **JESUS ARMANDO OCHOA**, is being removed as Managing Member of Best Aerospace & Associates, LLC. This was duly accepted by unanimous vote of the majority Managing Managers of the company.

**JESUS ARMANDO OCHOA'S** only interest will be as a Member without any managing rights.

Therefore, the interest of the Members and Managing Members of **BEST AEROSPACE & ASSOCIATES, LLC** is presented as follows:

<b>Adriana Brier, Managing Member</b>	-	<b>33.33%</b>
<b>Jose Antonio Yopez, Managing Member</b>	-	<b>33.33%</b>
<b>Jesus Armando Ochoa, Member.</b>	-	<b>33.33%</b>

Therefore being no further business to come before the meeting the same was adjourned. **Dated June 24, 2010.**

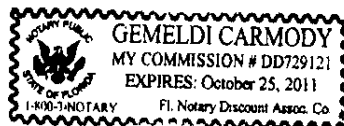


Attest: **Adriana Brier, Managing Member**

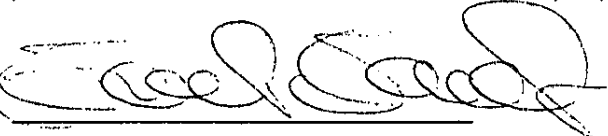
Attest: **Jose Antonio Yopez, Managing Manager**

State of Florida )

County of Miami-Dade )



Sworn to and subscribed before me this 24<sup>th</sup> day of June 2010 by Adriana Brier and Jose Antonio Yopez whom presented Florida's Drivers License and Venezuelan passport, respectively, as identification.



Notary Public



MIAMI LEGAL P.A.

A LAW FIRM

June 25, 2010

**PERSONAL DELIVERY**

Jesus A. Ochoa  
18235 SW 26th Court  
Miramar, Florida 33029

RE: CLIENT: Best Aerospace & Associates, LLC  
CEASE AND DESIST FRAUDULENT ACTIVITY

Dear Mr. Ochoa:

Please be advised that this firm has been retained by Best Aerospace & Associates, LLC to represent it in the above referenced matter.

It has been brought to the attention of the corporate members, Adriana Brier and Jose A. Yepez, that you have been acting unilaterally in furthering fraudulent activities against my Client. Specifically, on or about June 24, 2010, you fraudulently and unilaterally removed Ms. Brier and Mr. Yepez as members of the above referenced corporation and named yourself as the sole member thereof. Additionally, you unilaterally changed my Client's corporate name from Best Aerospace & Associates, LLC to Best Aerospace, LLC.

Ms. Brier and Mr. Yepez have recently uncovered that you have been in communication with a representative of VEXIMCA and have ordered that all future payments belonging to my Client be wired to an unknown bank account unaffiliated with my Client.

Please be aware that you have acted fraudulently, without authority, and with complete disregard for the law. Accordingly, you are hereby ordered to cease and desist from any further unlawful activity against my Client and/or its members.

My Client hereby demands that you immediately:

1. Reverse any and all corporate changes unilaterally made by you on behalf of Best Aerospace & Associates, LLC;
2. Reinstate my Client's corporate name to Best Aerospace & Associates, LLC;
3. Reinstate Ms. Brier and Mr. Yepez's corporate status as Members and Managing Members of Best Aerospace & Associates, LLC;
4. Terminate any and all bank accounts unilaterally opened by you using FEIN 205723980;
5. Refrain from contacting any and all clients belonging to Best Aerospace & Associates, LLC.

Unless you strictly comply with the demands stated herein within 5 days of receipt of this correspondence, a civil action will be filed against you in a court of law.

Should you have any questions, please do not hesitate to contact the undersigned.

Sincerely,

  
Bridgette Alvarez, Esq.

cc: Adriana Brier  
Jose Yepez  
Giuseppe Yoffreda Yorio/VEXIMCA