

LD6 000107800

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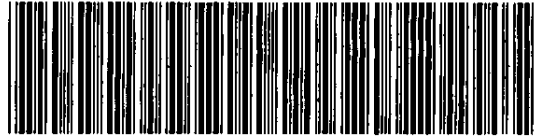
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 29 2010

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SKY GROVE PROPERTIES, 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:

Barry L. Simons, Esq.
(Contact Person)

Law Office of Barry L. Simons, P.A.
(Firm/Company)

9100 So. Dadeland Blvd., Suite 400
(Address)

Miami, Florida 33156
(City/State and Zip Code)

For further information concerning this matter, please call:

Barry L. Simons, Esq. at (305) 670-7020
(Name of Contact Person) (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

**RESIGNATION OF MEMBER AND MANAGER FROM FLORIDA LIMITED
LIABILITY COMPANY**

The undersigned Managing Member(s) of SKY GROVE PROPERTIES, LLC, a Florida limited liability company organized and existing under the laws of the State of Florida (the "Company") does hereby unanimously agree, consent to, adopt and order the following actions:

1. The undersigned Members hereby waive all formal requirements including the necessity of holding a formal meeting, and any requirement that notice of such meeting be given.

2. This resignation and withdrawal is in conformance with Section 7.2 of the Members Operating Agreement and all conditions therein have either been performed or are waived by the Members herein.

2.1 The Florida Document number of this limited liability company is L06000107800.

3. **RESOLVED:**

The Members of the Company deem it in the best interests of the Company to take the following organizational action(s).

4. **RESOLVED:**

AMF YOYO, LLC, a Delaware limited liability company, hereby resigns effective immediately upon the execution of this document as a Member and Manager of the Company and affirms that the Company has been notified of this resignation in writing.

5. **RESOLVED:**

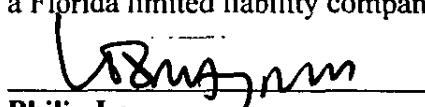
That all of the membership unit(s) of AMF YOYO, LLC in the Company are hereby transferred and conveyed back to the Company, free and clear of all liens, charges, security interests, equities, options, claims, charges, restrictions and encumbrances, of any person or entity in the world. This includes any interest in the property identified as 2915 Center Street, Coconut Grove, Florida.

6. **RESOLVED:**

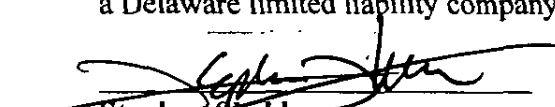
The remaining Managing Member of the Company, BLACK PEARL PARTNERS, LLC a Florida limited liability company, hereby accepts the above resignation.

IN WITNESS WHEREOF, the undersigned Managing Member(s) have executed the foregoing Company Action for the purpose of granting their consent thereto on the 19th day of March, 2010.

BLACK PEARL PARTNERS, LLC
a Florida limited liability company


Philip Lozman
Managing Member

AMF YOYO, LLC
a Delaware limited liability company


Stephen Sheldon
Managing Member

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