

07000019907

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

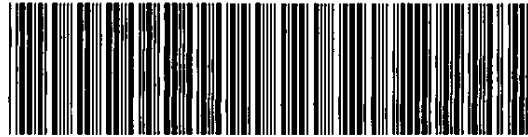
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500209954575

07/15/11--01016--005 **80.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 JUL 15 AM 11:16

FILED

T. CLINE

JUL 18 2011

EXAMINER



Aura Minerals Inc.

July 6, 2011

BY MAIL

Division of Corporations
Attn: Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs,

Re: Clearwater Holdings Fund, LLC - L07000019907 (the "Company")

Enclosed please find the following original documents for filing with the Registration Section, Division of Corporations of the State of Florida:

1. Resignation of Manager of the Company;
2. Articles of Amendment to Articles of Organization of the Company;
3. Amended and Restated Articles of Organization of the Company; and
4. Check in the amount of \$80.00 USD to cover filing fees of Resignation (\$25 filing only) and Articles of Amendment (\$55.00 filing fee and certified copy).

We trust that you will find the forgoing to be in order. If you have any questions or require any additional information, please do not hesitate to contact me by email at: mtovar@auraminerals.com or telephone (604) 638-5809 (direct line).

Yours truly,

AURA MINERALS INC.

Por:

Martha Tovar

Martha Tovar
Paralegal

'mt

Enclosures

cc: Tom Morante – Holland & Knight, LLP

2011 JUL 15 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CLEARWATER HOLDINGS FUND, 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:

Thomas Morante
(Contact Person)

Holland & Knight, LLP
(Firm/Company)

701 Brickell Avenue, Suite 3000
(Address)

Miami, Florida 33131, U.S.A.
(City/State and Zip Code)

For further information concerning this matter, please call:

Thomas Morante at (305) 789-7756
(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

FILED
2011 JUL 15 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

**RESIGNATION OF MEMBER, MANAGING MEMBER OR MANAGER
FROM FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

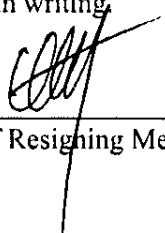
1. The name of the limited liability company as it appears on the records of the Florida Department of State is: CLEARWATER HOLDINGS FUND, LLC

2. This limited liability company was organized under the laws of:
Florida

3. The Florida document/registration number of this limited liability company is:
L07000019907

4. I, PATRICK DOWNEY, hereby resign as a MANAGER
(Print Name of Person Resigning) *(Print Title)*

of this limited liability company and affirm the limited liability company has been notified of my resignation in writing.



Signature of Resigning Member, Managing Member or Manager

Filing Fee: \$25.00 (Required)
Certified Copy: \$30.00 (Optional)

2011 JUL 15 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED