

L070000095460

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 JUL 31 PM 3:22

B. T. Lock AUG -4 2009.

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: AMEND NAME OF LLC, REMOVE 3 MEMBERS

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:

BRENDOLYN E. HADLEY SPENCE

Name of Person

HADLEY'S FUNERAL HOME

Firm/Company

2527 OPA- LOCKA BLVD

Address

OPA- LOCKA FLORIDA 33054

City/State and Zip Code

BRENDOLYN521@AOL.COM

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

For further information concerning this matter, please call:

BRENDOLYN E. HADLEY SPENCE

Name of Person

at (**786**)

346-1525

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 28, 2009

BRENDOLYN E. HADLEY SPENCE
HADLEY'S FUNERAL HOME LLC
2527 OPA-LOCKA BLVD.
OPA-LOCKA, FL 33054

SUBJECT: HADLEY'S FUNERAL HOME LLC
Ref. Number: L07000095460

We have received your document for HADLEY'S FUNERAL HOME LLC. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$25.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

The fee to file your limited liability company document is \$25. Please include an additional \$30 for each certified copy (optional) requested and an additional \$5 for each certificate of status (optional) requested.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock
Senior Section Administrator

Letter Number: 509A00025852

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

HADLEY'S FUNERAL HOME 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 September 19, 2007 and assigned
Florida document number L07000095460.

This amendment is submitted to amend the following:

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

SPENCE FUNERAL HOME, LLC

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

City, **Florida**

Zip Code

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	Brendolyn Hadley Spence	2165 SW 117 TH AVENUE MIRAMAR, FLORIDA 33025	<input type="checkbox"/> Add <input type="checkbox"/> Remove
✓ MGR	Gwendolyn Hadley Jones	13149 SW 28 STREET MIRAMAR, FLORIDA 33027	<input type="checkbox"/> Add <input type="checkbox"/> Remove
SEC	Lisa A. Hadley	12954 SW 42 STREET MIRAMAR, FLORIDA 33027	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
SEC	Rosalind Hadley	13149 SW 28 STREET MIRAMAR, FLORIDA 33027	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
PLFD	Lori Hadley Davis	12703 SW 53 COURT MIRAMAR, FLORIDA 33027	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
✓ MGR	Lashundra Jones	14511 SW 38 STREET MIRAMAR, FLORIDA 33027	<input type="checkbox"/> Add <input type="checkbox"/> Remove

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

See Court Documents (Page 2 of 6 - Page 3 of 6)

Current Registered Agent: Brendolyn E. Hadley Spence "Remain the same"

Dated July 22, 2009


Signature of a member or authorized representative of a member

Brendolyn Hadley Spence
Typed or printed name of signee

IN THE CIRCUIT COURT OF THE 11th JUDICIAL CIRCUIT IN
AND FOR MIAMI-DADE COUNTY, FLORIDA

HADLEY'S FUNERAL HOMES, LLC
& BRENDOLYN E. SPENCE,
Plaintiff,

GENERAL JURISDICTION DIVISION

CASE NO.: 09-23571 CA 24

Vs.

LORI A. HADLEY DAVIS,
ROSALIND POITIER HADLEY &
ANGEL'S MORTUARY, LLC,
Defendants.

FILED FOR RECORD
09 JUL 31 PM 3:22
CLERK OF THE COURT
DIVISION OF CORPORATIONS
09 JUL -8 PM 2:56
CLERK OF THE COURT
CIRCUIT 11 COUNTY FLA.
DADE COUNTY CIVIL #81

**ORDER GRANTING IN PART PLAINTIFF'S SECOND MOTION TO
COMPEL, FOR CONTEMPT AND FOR SANCTIONS**

THIS CAUSE coming before this Honorable Court on July 6, 2009 on Plaintiff's Second Motion to Compel, for Contempt and for Sanctions and the Court, having heard argument of counsel and being otherwise advised in the premises, it is hereupon;

ORDERED and ADJUDGED that Plaintiff's motion is hereby GRANTED IN PART. In turn, this Honorable Court holds the following:

1. That at the April 22, 2009 Status Conference, amongst its many findings, this Honorable Court held that:
 - a. The Defendants, Lori Hadley Davis and Rosalind Poitier Davis (hereinafter the "Defendants," were to immediately disgorge themselves of any and all funds in the "shadow" account and, in turn, return all funds in said account to Hadley's Funeral Home, LLC before 5:00 p.m. on April 24, 2009;

Hadley's Funeral Home LLC & Brendolyn Spence v. Lori Hadley Davis, Rosalind Poitier Hadley & Angel's Mortuary LLC.
Case No.: 09-23571 CA 24

Order Granting In Part Plaintiff's Second Motion to Compel, for Contempt and for Sanctions

ATTORNEY CERTIFICATION ON LAST PAGE
HARVEY RUFIN, CLERK

- b. The Defendants were, effective immediately, no longer to be involved in the business of Hadley's Funeral Home, LLC (hereinafter "Hadley's") and, as a result, were to refrain from interfering in the business of Hadley's; and
 - c. The Defendants were no longer employed at Hadley's and were to keep away from Hadley's place of business.
2. The Defendants have violated the April 22, 2009 Order of this Court by:
 - a. Failing to disgorge themselves of any and all funds belonging to Hadley's funeral as ordered;
 - b. Interfering in Hadley's business by filing documentation with the City of Opa Locka stating that the Hadley's ceases to operate;
 - c. Nonetheless, the Court reserves judgment as to whether Defendants engaged in any other violations.
3. In turn, the Court orders:
 - a. That Defendants, Lori Hadley Davis and Rosalind Poitier Hadley, disclaim any and all claims that have or that they may have in Hadley's or an portion thereof, including any and all membership interests and rights associated therewith, effective April 22, 2009, with the exception of any matters that fall within the meaning of paragraph 5.. Accordingly, the Defendants are not part of the business as of said date and are not entitled to participate in any part of the business including but not limited to any and all profits earned by Hadley's from

Hadley's Funeral Home LLC & Brendolyn Spence v. Lori Hadley Davis, Rosalind Poitier Hadley & Angel's Mortuary LLC.
Case No.: 09-23571 CA 24

Order Granting In Part Plaintiff's Second Motion to Compel, for Contempt and for Sanctions

April 22, 2009 forward and are hereby relieved of any and all powers, rights and duties associated with or inherent in membership;

- b. As a result, the Defendants' membership interests are immediately vested in the Plaintiff, Brendolyn Spence. In turn, Brendolyn Spence is found to be the sole Member of Hadley's Funeral Home, LLC and therefore, has all of the rights, powers and duties that a sole Member has in any Limited Liability Company pursuant to Florida Statute Chapter § 608 including but not limited to the right to operate any lawful business using Hadley's, the power to contract and the power to distribute funds as she sees fit. Furthermore, as the sole Member of Hadley's, Brendolyn Spence, shall have the right to make any and all necessary changes to the company's corporate and governing documents including but not limited to Hadley's Articles of Organization, Operating Agreements, Membership Agreements and any and all applications for licensure including occupational, fire and DERM licenses;
- c. The document filed by Defendant Lori Hadley Davis and notarized by Rosalind Portier titled, "Closure of Business," stating that the business, Hadley's Funeral Home, LLC, is closed as of April 22, 2009 is hereby deemed false and incorrect. Accordingly, the City of Opa Locka is directed to immediately re-issue the appropriate Occupational License or licenses allowing Hadley's Funeral Home, LLC to operate at its current location retroactive to October 9, 2007. The only

*Hadley's Funeral Home LLC & Brendolyn Spence v. Lori Hadley Davis, Rosalind Portier Hadley & Angel's
Mortuary LLC.
Case No.: 09-23571 CA 24*

Order Granting In Part Plaintiff's Second Motion to Compel, for Contempt and for Sanctions

change that is to be made to the Occupational License itself is that Defendant, Lori Hadley Davis, shall be removed immediately retroactive to April 22, 2009;

- d. Neither Defendant Lori Hadley Davis nor Defendant Rosalind Poitier shall have the right to file any documentation whatsoever with any administrative local, state or federal agency regarding Hadley's and its operation and, in turn, shall refrain from doing so. Failure to do so may result in a finding of civil and/ or criminal contempt of court upon a showing of documentation evidencing violation by the Defendants;
- e. At a minimum, \$970.00 remained in the "shadow account" belonging to Rosalind Poitier Hadley on or about April 22, 2009. Accordingly, the Defendants are to deliver \$970.00 in a cashier's check made payable to Brendolyn Spence to Luis A. Mena, Esquire at BETANCOURT, MENA & ASSOCIATES, Biscayne Building, Suite 720, 19 West Flagler Street, Miami, Florida 33130 no later than 10:00 a.m. on July 20, 2009. If the Defendants fail to pay the funds as directed, they must present themselves before this Honorable Court at 10:00 a.m. on July 20, 2009 to show good cause as to why they should not be found in civil and/ or criminal contempt of court;
- f. The Plaintiffs and Defendants are entitled to conduct discovery as to all issues in this case but, particularly, as to the initial creation and funding of Hadley's Funeral Home, the receipts and expenses received and incurred by Hadley's Funeral Home, how money was expended from the account of Hadley's Funeral

Hadley's Funeral Home LLC & Brendolyn Spence v. Lori Hadley Davis, Rosalind Poitier Hadley & Angel's Mortuary LLC.
Case No.: 09-23571 CA 24

Order Granting In Part Plaintiff's Second Motion to Compel, for Contempt and for Sanctions

Home, the receipt and use of the funds from the "shadow account," including what the remaining funds in the "shadow account" were used for, to whom they were paid and why they were used in such fashion;

- g. The forensic accountant appointed by the Court, Randy Kroner, shall be paid the sum of \$5,000.00 on or before the August 5, 2009. Said payment is to be split equally amongst the parties. Accordingly, \$2,500.00 shall be paid by the Plaintiffs while \$2,500.00 shall be paid jointly by the Defendants. The parties or their counsel are to deliver payment in a cashier's check or IOTA Trust Account check made payable to Lewis B. Freeman & Partners, Inc. and delivered to Randy Kroner at LEWIS B. FREEMAN & PARTNERS, INC., 3225 Aviation Avenue, Suite 501, Miami, Florida 33133 no later than 10:00 on August 5, 2009. The parties must either pay the funds as indicated or present themselves before this Honorable Court at 10:00 a.m. on August 5, 2009 to show good cause as to why they should not be found in both civil and/ or criminal contempt of court;
4. This matter will be set for jury trial for the three week calendar beginning October 26, 2009 unless Plaintiff elects to waive her request for a jury trial. Should Plaintiff waive her request for a jury trial, the case will be set for a bench trial as soon as practicable.
5. This Order does not affect any remedy due to the Plaintiffs or the Defendants for any actions transpiring before April 22, 2009, such as damages, return of property or

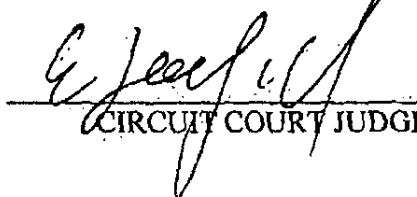
*Hadley's Funeral Home LLC & Brendolyn Spence v. Lori Hadley Davis, Rosalind Poitler Hadley & Angel's
Mortuary LLC.
Case No.: 09-23571 CA 24*

Order Granting In Part Plaintiff's Second Motion to Compel, for Contempt and for Sanctions

FROM

investment or any other acts before or after April 22, 2009 that have not been specifically addressed in this Order.

DONE AND ORDERED in Chambers in Miami-Dade County, Florida, on this JUL 08 2009 day of _____, 2009.

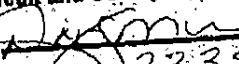

Ellen L. Leesfield
CIRCUIT COURT JUDGE

Copies Furnished to:

Luis A. Mena, Esquire, Betancourt, Mena & Associates, Biscayne Building, Suite 720, 19 West Flagler Street, Miami, Florida 33130

Stanley Kiszkiel, Esquire, 9000 Sheridan Street, Suite 92, Pembroke Pines, Florida 33024-8802

Angel's Mortuary, LLC, c/o its Registered Agent, Rosalind Pottier Hadley, 13149 SW 28 Street, Miramar, Florida 33025

STATE OF FLORIDA, COUNTY OF DADE
I HEREBY CERTIFY that the foregoing is a true and correct copy of the
original on file in this office. 7/8 AD 2009
HARVEY RUVIN, Clerk of Circuit and County Courts
Deputy Clerk 
3335



Hadley's Funeral Home LLC & Brendolyn Spence v. Lori Hadley Davis, Rosalind Pottier Hadley & Angel's Mortuary LLC.

Case No.: 09-23571 CA 24

Order Granting In Part Plaintiff's Second Motion to Compel, for Contempt and for Sanctions