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EXAMINER



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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 MAY - 6 PM 12: 06

COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: WHIPPLE PROPERTIES, 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:

DALE M. WHIPPLE

Name of Person

WHIPPLE PROPERTIES, LLC

Firm/Company

12010 Eagle Point Ct

Address

Leesburg, Florida 34788

City/State and Zip Code

daleandpatwhip@hotmail.com

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

For further information concerning this matter, please call:

CALVIN E. SHUSTER, ESQ.

Name of Person

at (352)

385-3812

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

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

OF

WHIPPLE PROPERTIES LLC originally filed on March 30, 2010. These articles were duly executed and are being filed in accordance with Sections 608.411 and 608.411(5) Fla. Stat.

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is WHIPPLE PROPERTIES, LLC (hereinafter referred to as the "Company").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address Of Place Of Business.

The mailing address for the Company is 12010 Eagle Point Ct., Leesburg, Florida 34788, and the street address of the place of business for the Company is 12010 Eagle Point Ct., Leesburg, Florida 34788. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is DALE M. WHIPPLE, and the initial registered office is located at 12010 Eagle Point Ct., Leesburg, Florida 34788.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members.

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

8. Management.

The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

Management of this Limited Liability Company is reserved to its Members, whose names and addresses are as follows:

DALE M. WHIPPLE, whose mailing address is 12010 Eagle Point Ct., Leesburg, Florida 34788, and whose street address is 12010 Eagle Point Ct., Leesburg, Florida 34788.

PATRICIA M. WHIPPLE, whose mailing address is 12010 Eagle Point Ct., Leesburg, Florida 34788, and whose street address is 12010 Eagle Point Ct., Leesburg, Florida 34788.

9. Continuity of Business.

Members shall have the right to admit new Members by unanimous consent. Contributions required of new Members shall be determined as of the time of admission to the Limited Liability Company.

A Member's interest in the Limited Liability Company may not be sold or otherwise transferred except with unanimous written consent of all Members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the Limited Liability Company, the remaining Member(s) shall have the right to continue the business on unanimous consent of the remaining Member(s).

10. Additional Provisions

A. AMENDMENTS: The power to adopt, alter, amend, or repeal the regulation of the Company is vested entirely in the Members, and requires unanimous consent thereto.

B. COMPANY TO BE TREATED AS A SINGLE MEMBER UNIT ENTITY DISREGARDED FOR FEDERAL INCOME TAX PURPOSES. To the fullest extent permitted by law the Company elects to be treated as a single member unit entity, so as to be disregarded for the purposes of Federal Income Tax, the income to "pass through" the Company and to be taxable to the single member unit.

11. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at Lake County, Florida, on the 3 day of May 2010.

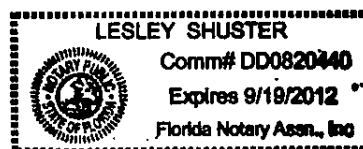
WHIPPLE PROPERTIES, LLC
a Florida limited liability company

By: *Dale M Whipple*
DALE M. WHIPPLE Member/Manager

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me on the 3 day of May 2010, by DALE M. WHIPPLE, as Member/Manager of WHIPPLE PROPERTIES, LLC, who () is personally known to me or () produced _____ as identification.

Lesley Shuster
Notary Public — State of Florida
LESLEY SHUSTER



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

State of FLORIDA

County of LAKE,

Pursuant to the provisions of Sections 608.415 and 608.407(l)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is WHIPPLE PROPERTIES, LLC.

The name of the registered agent for DALE M. WHIPPLE, whose mailing address is 12010 Eagle Point Ct., Leesburg, Florida 34788, and whose street address is 12010 Eagle Point Ct., Leesburg, Florida 34788.

The street address of the company's principal office is 12010 Eagle Point Ct., Leesburg, Florida 34788 and its mailing address is 12010 Eagle Point Ct., Leesburg, Florida 34788.

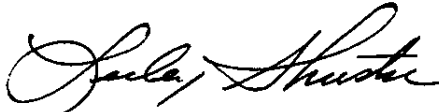
Executed this the 3 day of May 2010.


DALE M. WHIPPLE, Member

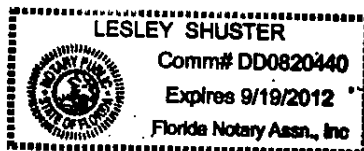

PATRICIA M. WHIPPLE, Member

The foregoing instrument was acknowledged before me this 3rd day of May 2010, by DALE M. WHIPPLE and PATRICIA M. WHIPPLE, on behalf of WHIPPLE PROPERTIES, LLC, a limited liability company. They are personally known to me or have produced _____ as identification.

Notary Public



My Commission Expires:



AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

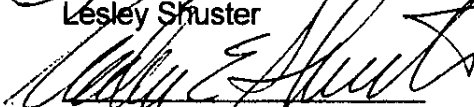
State of FLORIDA

County of LAKE:

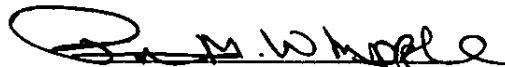
In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of WHIPPLE PROPERTIES, LLC, deposes and says:

1. The limited liability company identified above has at least one member.
2. The total amount of cash contributed by the members is \$1,000.00.
3. If, any, the agreed value of property other than cash contributed by the members is none. A description of the property is attached as Exhibit "A" and made a part of this affidavit.
4. The total amount of cash or property anticipated to be contributed by the members is \$1,000.00. The total includes the both the value of cash and property as described in paragraphs 2 and 3, above.


Lesley Shuster

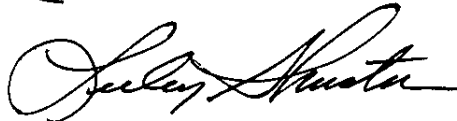

Calvin E. Shuster


DALE M. WHIPPLE

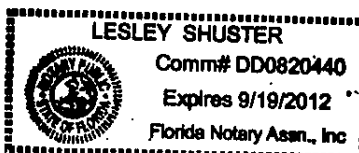

PATRICIA M. WHIPPLE

The foregoing instrument v/as acknowledged before me this 3rd day of May 2010, by DALE M. WHIPPLE and PATRICIA M. WHIPPLE, on behalf of WHIPPLE PROPERTIES, LLC, a limited liability company. They are personally known to me or have produced _____ as identification.

Notary Public



My Commission Expires:



**ACCEPTANCE OF REGISTERD
AGENT OF WHIPPLE PROPERTIES,
LLC**

The undersigned, DALE M. WHIPPLE hereby accepts his appointment as registered agent of WHIPPLE PROPERTIES, LLC, and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and he is familiar with and accepts the obligations of his position as registered agent.

Dated this 3 day of MAY, 2010.

Dale M. Whipple
DALE M. WHIPPLE

State of FLORIDA

County of LAKE

The foregoing instrument was acknowledged before me this 3rd day of May, 2010, by DALE M. WHIPPLE as registered agent, of WHIPPLE PROPERTIES, LLC, a Florida limited liability company, who is personally known to me or has produced as identification.

Notary
Public

Lesley Shuster

My commission
expires:

