

#L11000052808

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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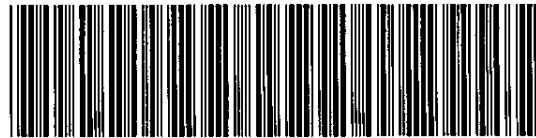
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2015 MAY -1 AM 10:03
SECTION (ART) OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
MAY -4 2015

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ENTITY NAME: ATCF II FLORIDA-A LLC

CK # 1674

AMOUNT: \$125⁰⁰ (5@25⁰⁰ ea)

PLEASE FILE THE ATTACHED AND RETURN:

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PLEASE CONTACT TINA AT 850-508-1891 FOR
FURTHER INFORMATION ON THIS MATTER.

THANK YOU!

TINA GOFF, PRESIDENT

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

ATCF II FLORIDA-A LLC

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Organization for this Limited Liability Company were filed on May 4, 2011 and assigned
Florida document number L11000052808.

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 contain 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

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 605, 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 Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager
AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
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D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Please see the attached, incorporated herein by this reference.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

E. Effective date, if other than the date of filing: _____ (optional)

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:

(b) The 90th day after the record is filed.

Dated April 30 2015

Signature of a member or authorized representative of a member

Albert Friedman, Authorized Person

Typed or printed name of signee

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2016 MAY -1 AM 10:03

**ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION
OF
ATCF II FLORIDA-A LLC**

CLERK OF STATE
TALLAHASSEE, FLORIDA

ATCF II FLORIDA-A LLC is a limited liability company formed by the filing of the Articles of Organization on May 4, 2011 (as amended, restated, supplemented or otherwise modified prior to the date hereof, the "*Initial Articles*") with the Department of State of the State of Florida.

The limited liability company hereby amends the Initial Articles by adding the following Article XI immediately after Article X set forth therein:

ARTICLE XI

Notwithstanding any provision hereof to the contrary, the Company shall have the authority to incur indebtedness under a warehouse credit agreement entered into with Security Benefit Corporation, as administrative agent and collateral agent, and the Company shall have the authority to grant liens in connection therewith, so long as (i) the proceeds of such indebtedness are used to repay in full all outstanding obligations of the Company (other than contingent indemnification claims that have not been asserted) under the Credit Agreement entered into as of May 22, 2012 among certain Alterna Companies, including the Company and CONA (ii) such indebtedness is incurred on or before May 21, 2015, and (iii) CONA shall have received such payment in full of all Alterna Companies' outstanding obligations with CONA not later than May 22, 2015.

Except as expressly set forth herein, no other changes or modifications to the Initial Articles are intended or implied. In the event of a conflict between the terms of these Articles of Amendment and the Initial Articles, the terms of these Articles of Amendment shall control.

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