L11000053835

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DENNIS R. HABER, P.A.

Providing Independent General Counsel services to the Business & Aviation Community

Of Counsel:

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- 1 Admitted to Florida, Washington, D.C., and New York
- 2 Admitted to Florida, New Jersey, and New York
- 3 Admitted in Florida

March 12, 2012

Member:

Lawyer-Pilot Bar Assn.

AOPA Plan Provider

NBAA

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Services:

General Counsel

Contract Development

NTSB, DOT, and FAA matters and Administrative Hearings

Aircraft
Registration &
Cape Town
Convention Issues

Aircraft & FBO Sales & Purchase

Corporate & Entity Formation

Commercial & Business Litigation

Debtor / Creditor Rights

Employment Law

Lease & Finance Negotiations

Mediation & Arbitration

1031 Exchanges

State of Florida Dept. of Corporations P.O. Box 6327 Tallahassee, Fl 32314

Re:

N138FM LLC

Dear Sir or Madam;

With respect to the above referenced corporation, enclosed please find the following:

- 1. Cover Letter;
- 2. Articles of Amendment to Articles of Organization of N138FM LLC;
- 3. Filing fee of \$25.00;

Upon your receipt and review, I would appreciate your processing same. Should you require further documentation or have any concerns, please feel free to contact me.

Sincerely,

Dennis R. Haber, Esq DRH:ad

Enclosures

COVER LETTER

TO:

P.O. Box 6327

Tallahassee, FL 32314

TO:	Registration Se Division of Co		· .	
SUBJE	CCT:	N1	38FM LLC	
		Name of Lim	ited Liability Company	
The en	closed Articles of	Amendment and fee(s) are sui	bmitted for filing.	
Please,	return all correspo	ondence concerning this matter	r to the following:	
		Dennis R.	Haber, as Mgr. of N128HB l	LC
			Name of Person	
		* 49000000000000000000000000000000000000	Firm/Company	
8925			SW 148 Street, Suite 200	
			Address	
			Miami, FL 33176 City/State and Zip Code	
Dennis@lawyermiami.com E-mail address: (to be used for future annual report notification)				
For fur	ther information c	concerning this matter, please of	-	anon)
	Der	nnis R. Haber	at (305) 2	256-3002
	Name o	f Person	Area Code & Daytime	Telephone Number
Enclose	ed is a check for the	ne following amount:		
\$25.	.00 Filing Fee	\$30.00 Filing Fee & Certificate of Status	\$55.00 Filing Fee & Certified Copy (additional copy is enclosed)	S60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)
	Registr	ING ADDRESS: ration Section on of Corporations	STREET/COURIE Registration Section Division of Corpora	

Clifton Building

2661 Executive Center Circle Tallahassee, FL 32301

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

SECRETARY OF STATE	2012 MAR 14 PM 2: 4	FILED
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N138FM 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 _____ May 6, 2011 and assigned Florida document number ___ L11000053835 This amendment is submitted to amend the following: A. If amending name, enter the new name of the limited liability company here: N128HB 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: 8925 SW 148 Street, Suite 200 Miami, FL 33176 (Principal office address MUST BE A STREET ADDRESS) 8925 SW 148 Street, Suite 200 Enter new mailing address, if applicable: Miami, Fl 33176 (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: Dennis R. Haber, Esq. Name of New Registered Agent: 8925 SW 148 Street, Suite 200 New Registered Office Address: Enter Florida street address

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.

Miami Citv

If Changing Registered Agent, Signature of New Registered Agent

Page 1 of 2

If amending the Managers or Managing Members on our records, <u>enter the title, name, and address of each Manager or Managing Member being added or removed from our records</u>:

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MGR = M MGRM =	anager Managing Member		
<u>Title</u>	<u>Name</u>	Address	Type of Action
	<u>'</u>		Add Remove
			Add Remove
			Add Remove
 			Add Remove
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			AddRemove
D. If amen	ding any other information,	enter change(s) here: (Attach additional sheets, if necessa	nry.)
· <u> </u>			
Dated <u>\</u> ↓	anch 12;		
	Signature	of a member or authorized representative of a member	
		Dennis R. Haber, Esq.	·
		Typed or printed name of signee	

Page 2 of 2

Filing Fee: \$25.00