

L1000115711

(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



700235551087

06/04/12--01011--015 **25.00

FILED
12 JUN -4 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
JUN 5 2012

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: HAMILTON PROPERTY PARTNERS 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:

JACQUELINE S. CHANG

Name of Person

HAMILTON PROPERTY PARTNERS

Firm/Company

13375 MCGREGOR BLVD

Address

FORT MYERS, FL 33919

City/State and Zip Code

jchang@thechanggroup.com

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

For further information concerning this matter, please call:

JACQUELINE S. CHANG

Name of Person

at (239)

482-6551

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

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

HAMILTON PROPERTY PARTNERS LLC

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

FILED
12 JUN -4 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Organization for this Limited Liability Company were filed on 10/10/11 and assigned
Florida document number L11000115711.

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 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:

1732 WINDING OAKS WAY

Enter Florida street address

NAPLES

, Florida

34109

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

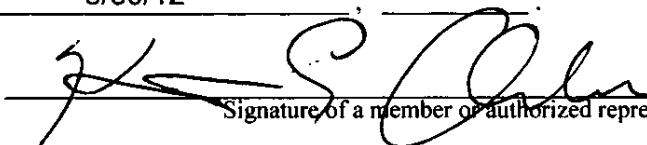
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	JACK LEE	13375 MCGREGOR BLVD FORT MYERS FL 33319	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

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

SEE ATTACHED MEMBER SALE AGREEMENT - EXHIBIT ONE

Dated 5/30/12



Signature of a member or authorized representative of a member

KENNETH E. ANDERSON

Typed or printed name of signee

MEMBER UNIT SALE AGREEMENT

THIS SALE AGREEMENT (Agreement) is made and entered into effective the 8th day of December, 2011 by and between **KENNETH E. ANDERSON** (Anderson) (Seller) located at 1732 Winding Oaks Way, Naples, FL 34109 ,and **2 CHOWS INVESTMENTS LLC** (2 CHOWS) (Buyer) located at 6224 Whiskey Creek Drive, Fort Myers Florida 33919 and **JENW INVESTMENTS LLC** (JENW) (Buyer) located at 6224 Whiskey Creek Drive, Fort Myers, FL 33919.

WITNESSETH:

WHEREAS Anderson currently is the owner of 100 % of the member units in Hamilton Property Partners LLC a single member Florida Limited liability Company.

WHEREAS, Anderson desires to sell all his member interest in Hamilton.

WHEREAS, 2 Chows and JENW are willing to purchase all member units.

NOW THEREFORE, that for good consideration In consideration of the mutual promises, covenants, and undertakings contained herein the parties and in payment of the sum of \$ 1.00, the receipt and sufficiency of which is acknowledged agree as follows:

1. SALE

Anderson (Seller) hereby sells and transfers to Lee and Chang and its successors (Buyer) , the following:

50 member units of Hamilton Property Partners LLC representing a 50% ownership interest to 2 Chows.

50 member units of Hamilton Property Partners LLC representing a 50% ownership interest to JENW.

2. REPRESENTATIONS.

Anderson makes the following representation:

a. The Seller further warrants that it he has the full right and authority to transfer said member units and that the member units herein transferred are free of lien, encumbrance or adverse claim.

2 Chows and JENW make the following representation:

a. The Buyers hereby assume and agree to perform all the remaining and executory obligations of Hamilton and agrees to indemnify and hold Seller harmless from any claim or demand resulting from non-performance by the Buyer.

3. NOTICES.

All notices or other communications to be made or given hereunder to the undersigned shall be in writing and shall be delivered personally or mailed by registered or certified mail to the following addresses:

Kenneth E. Anderson
1732 Winding Oaks Way
Naples, FL 34109

2 Chows Investments, LLC
6224 Whiskey Creek Dr
Fort Myers FL 33919

JENW Investments, LLC
6224 Whiskey Creek Dr
Fort Myers FL 33919

4. MISCELLANEOUS.

a. Governing Law: Jurisdiction. This agreement shall be governed by and construed in accordance with the laws of the State of Florida and the parties consent that the exclusive venue and jurisdiction for any disputes shall be in the federal and state courts situated in the State of Florida.

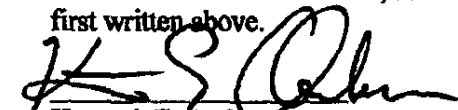
b. Entire Agreement. This Agreement constitutes the entire agreement between the parties regarding the subject matter hereof and no terms, conditions or provisions other than those expressly contained herein shall be deemed to be part of this Agreement.

c. Amendment. Neither this Agreement nor any of the terms or conditions included may be waived, amended or modified except by means of a written instrument duly executed by each party hereto.

d. Further Assurances. The members agree to execute such other documents, agreement and certificates, and to perform such acts, as may be necessary or appropriate to carry out and effectuate the purposes of this Agreement

e. Binding Effect: This assignment shall be binding upon and inure to the benefit of the parties, their successors and assigns.

IN WITNESS WHEREOF, the undersigned have hereunto set their hand as of the day and year first written above.


Kenneth E. Anderson


JENW Investments, LLC


2 Chows Investments LLC