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12 JUL 13 AM 10: 42 SECRETARY OF STATE

COVER LETTER

TO: A Regisfration S Division of Co						
SUBJECT:	GEOPON	HOLDINGS LLC				
	Name of Limi	ted Liability Company	····			
The enclosed Articles of	f Amendment and fee(s) are sub	omitted for filing.				
Please return all corresp	ondence concerning this matter	to the following:				
		Ido Meros				
		Name of Person				
	GEOPON HOLDINGS LLC					
		Firm/Company				
	4208 N 31 Ave #3					
-		Address				
	H	Hollywood, FL 33021				
		City/State and Zip Code	****			
	E-mail address: (o.Meros@Geopon.com to be used for future annual report no	tification)			
For further information	concerning this matter, please c					
	Ido Meros	at (_954_)	605-0003			
Name	of Person	Area Code & Dayt	ime Telephone Number			
Enclosed is a check for	the following amount:					
\$25.00 Filing Fee	\$30.00 Filing Fee & Certificate of Status	S55.00 Filing Fee & Certified Copy (additional copy is enclosed)	S60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)			
Regis Divisi	LING ADDRESS: tration Section ion of Corporations Box 6327	STREET/COU Registration Sec Division of Corp Clifton Building	porations			

2661 Executive Center Circle Tallahassee, FL 32301

P.O. Box 6327 Tallahassee, FL 32314

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

GEOPON HO				
(<u>Name of the Limited Liability Compa</u> (A Florida Limited	iny as it now appears Liability Company)	s on our records.)		
ne Articles of Organization for this Limited Liability Company were filed on		5-10-12	and assigned	
Florida document number L12000063292				
This amendment is submitted to amend the following:				
A. If amending name, enter the new name of the limited lial	oility company here	2:		
The new name must be distinguishable and end with the words "Lim	ited Liability Compar	ny," the designation "	LLC" or the abbreviation	
"L.L.C."				
Enter new principal offices address, if applicable:	4208 N 31 Ave			
(Principal office address MUST BE A STREET ADDRESS)	Suite 3			
	Hollywood, Fl	_ 33021		
Enter new mailing address, if applicable:	4208 N 31 Av	e		
(Mailing address MAY BE A POST OFFICE BOX)	Suite 3			
	Hollywood, FL 33021			
B. If amending the registered agent and/or registered or registered agent and/or the new registered office address here.		ur records, <u>enter</u>	the name of the new	
Name of New Registered Agent:				
New Registered Office Address:	Fnt	er Florida street add	draes	
	Liner 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 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, <u>enter the title, name, and address of each Manager or Managing Member being added or removed from our records</u>:

MGR = Manager MGRM = Managing Member **Type of Action** Title **Address Name** Adir Holdings LLC MGRM 4208 N 31 AVE Add SUITE 3 Remove HOLLYWOOD FL 33021 Ginzburg Holdings Inc. MGRM 1440 CORAL RIDGE DRIVE **✓** Add Remove Suite 366 CORAL SPRINGS FL 33071 ☐ Add Remove Add Remove ∏Add Remove ∏Add Remove D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.) July 12 2012 Dated_ Signature of a member or authorized representative of a member Ido Meros

Typed or printed name of signee
Page 2 of 2

Filing Fee: \$25.00