

L12000/16857

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ WAIT

☐ MAIL

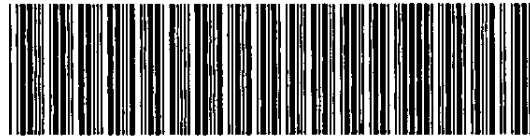
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

AUG 13 2013

BRYAN

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Woerner Hiatah Holdings, 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:

Bruce Lamchick
Name of Person

Lamchick Law Group, P.A.
Firm/Company

9200 S Dadeland Blvd, Suite 518
Address

Miami, Florida 33156
City/State and Zip Code

blamchick@lamchick.com
E-mail address: (to be used for future annual report notification)

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For further information concerning this matter, please call:

Bruce Lamchick at (305) 670-4955
Name of Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$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**

Woerner Hialeah Holdings, 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 September 12, 2012 and assigned
Florida document number 46-0971279.

#L12000116857

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 "LLC."

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)

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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

Florida

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	German A. Guzman	2126 Quail Roost Dr Weston, FL 33327	<input checked="" type="radio"/> Add Remove
			Add
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D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

See attached Addendum A

Dated

8-5-13

Lawrence William Woerner

Signature of a member or authorized representative of a member

Lawrence William Woerner

Typed or printed name of signee

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Filing Fee: \$25.00

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CORPORATE RESOLUTION

A meeting of the Officers, Directors, and Shareholder of Woerner Hialeah Holdings, LLC, Florida corporation was held on August 1, 2013. Present at the meeting was Lawrence W. Woerner, Lawrence A. Woerner, and Philip A. Woerner, who represent all of the Officers, Directors, and Shareholders of the corporation.

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After the meeting was called to order, the President stated that the corporation is in good standing with the State of Florida and asked if there was any new business. It was reported that German Andres Guzman wished to exercise his option to purchase a portion of the corporation. For its part, Woerner Hialeah Holdings, LLC will contribute fourteen (14) properties equal to the respective interest stated below. For his part, Guzman agreed to acquire a forty percent (40%) stake in the corporation, and offered cash and property as payment for that stake. The corporation will be funded in total for \$1,500,000. This purchase by Guzman leaves the relative membership of the corporation as follows:

German A. Guzman:	Forty Percent (40%)
Lawrence W. Woerner:	Thirty-Six Percent (36%)
Lawrence A. Woerner:	Twelve Percent (12%)
Philip A. Woerner:	Twelve Percent (12%)

Totaling One Hundred Percent (100%).

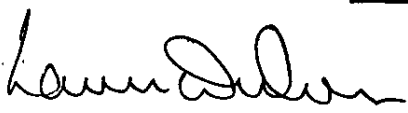
Further, it was proposed that the Operating Agreement for Management be amended to reflect that German Andres Guzman is now considered a Managing Member of the corporation, with all the rights and authority afforded therein. A more accurate description of the rights afforded to each managing member is to be attached to the Operating Agreement for Management as Addendum A.

After discussion, it was unanimously approved that German Andres Guzman be authorized to purchase a forty percent membership interest in Woerner Hialeah Holding, LLC, according to the terms described herein. The measure was passed unanimously.

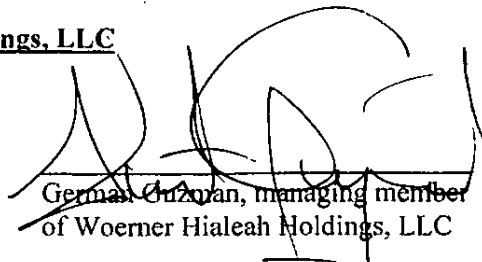
There being no further business to be discussed, the meeting was adjourned.

Dated this 1 day of August, 2013.

Woerner Hialeah Holdings, LLC



Lawrence W. Woerner, managing member
of Woerner Hialeah Holdings, LLC



German Andres Guzman, managing member
of Woerner Hialeah Holdings, LLC

Based upon the agreement with the corporation, it was unanimously resolved.

Addendum A

Exclusive of the rights and duties of the manager(s)/managing member(s) described in Paragraph 3, Parts (a)-(d), of the Operating Agreement for Management of Woerner Hialeah Holdings, LLC, the general rights and duties of the manager(s)/managing member(s) are further defined as follows:

- I. Current Membership in Woerner Hialeah Holding, LLC is defined as follows:
 - a. Managers/Managing Members
 - i. Lawrence W. Woerner
 - ii. German Andres Guzman
 - b. Members
 - i. Lawrence A. Woerner
 - ii. Philip A. Woerner
- II. General Rights of the Managing Members
 - a. Each managing member may, with corporate funds and/or corporate equity, purchase new properties on behalf of the corporation, Woerner Hialeah Holdings, LLC.
 - b. No current or future holding of the corporation may be sold without prior unanimous written consent of the managing member(s).
 - c. No debt may be acquired, or amount borrowed, on behalf of the corporation, Woerner Hialeah Holdings, LLC, without prior unanimous written consent of the managing member(s).
- III. Lawrence W. Woerner, Managing Member
 - a. Lawrence W. Woerner's corporate duties, notwithstanding the duties outlined in Paragraph 3, Parts (a)-(d) of the Operating Agreement for Management, are to be generally limited to that which pertains to the finances/financial wellbeing of the corporation, Woerner Hialeah Holdings, LLC, including, but not limited to, general accounting, distribution of funds to satisfy various debt(s), management of bank accounts and transactions, all actions necessary to purchase new property on behalf of the corporation, etc.
- IV. German A. Guzman, Managing Member

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- a. German A. Guzman's corporate duties, notwithstanding the duties outlined in Paragraph 3, Parts (a)-(d) of the Operating Agreement for Management, are to be generally limited to that which pertains to the daily management of the corporate holdings of Woerner Hialeah Holdings, LLC, including, but not limited to, property maintenance, collection of rent, tenant request fulfillment, updating of properties so as to maintain compliance with code(s) and law(s), contractor supervision, all actions necessary to purchase new property on behalf of the corporation etc.

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