

L13000104176

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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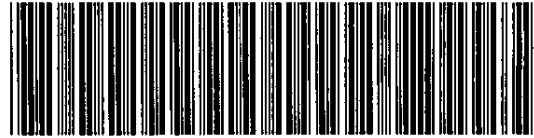
(Business Entity Name)

(Document Number)

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16 OCT 27 PM 4:47  
DIVISION OF CORPORATIONS

FILED

## COVER LETTER

**TO: Registration Section  
Division of Corporations**

**SUBJECT:** 1380 MCNAB LLC, INC.

\_\_\_\_\_  
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:

MARCOS BARRIONUEVO

\_\_\_\_\_  
Name of Person

1380 MCNAB LLC

\_\_\_\_\_  
Firm/Company

1380 WEST MCNAB RD

\_\_\_\_\_  
Address

FORT LAUDERDALE, FL 33309

\_\_\_\_\_  
City/State and Zip Code

marcos@usdentaldepot.com

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

For further information concerning this matter, please call:

MARCOS BARRIONUEVO

786 210-3284  
at ( )

\_\_\_\_\_  
Name of Person

\_\_\_\_\_  
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**

1380 MC NAB 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 07/23/2013 and assigned  
Florida document number 113000104176.

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: MARCOS BARRIONUEVO

New Registered Office Address: 1380 W. MCNAB RD  
*Enter Florida street address*

FORT LAUDERDALE, 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 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>
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			<input type="checkbox"/> Remove
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D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

MEMBERSHIP UNIT TRANSFER AGREEMENT

ATTACHED

16 OCT 27 PM 4:47  
DIVISION OF CORPORATIONS

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

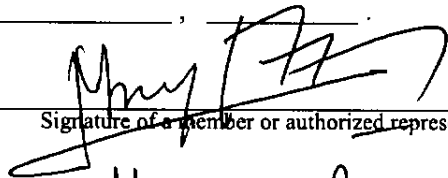
(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)

**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 OCTOBER 24TH

2016



Signature of a member or authorized representative of a member

Marcos Barrionuevo

Typed or printed name of signee

## MEMBERSHIP UNIT TRANSFER AGREEMENT

This agreement is made and entered into this 1 st day of January, 2015 by and between Enrique Flavio Giordano (hereinafter referred to as "Giordano") as the present sole owner of 100% of the Membership Units (interchangeably used as "shares") of 1380 Mc Nab LLC, a Florida limited liability company (hereinafter referred to as the "Company"). and Marcos Barrionuevo (hereinafter referred to as "Barrionuevo").

### RECITALS

1. 1380 Mc Nab LLC, Inc. was organized as a Florida limited liability company on July 23, 2013 with Giordano as the sole owner of all Membership Units of the Company. The Membership Units secure ownership of the business condominium identified commonly as "1380 McNab Road" and otherwise occupied by US Dental Depot and its related companies.
2. Barrionuevo was, through the date of execution of this agreement, the Managing Member of the Company and operated as such under that certain Amended Articles of Organization of 1380 Mc Nab LLC which are attached as filed July 30, 2013.
3. Giordano's ownership of 100% of all membership Units of the Company are memorialized in that certain July 30, 2013 Organizational Minutes for the Company which are attached.
4. Giordano desires to transfer a one hundred (100%) percent of the Membership Units of the Company to Barrionuevo in consideration for services provided to the Company and other valuable consideration, including one hundred and 00/100 (\$100.00) dollars.

NOW, THEREFORE, for and in consideration of the mutual covenants and agreements hereinafter entered into, it is agreed as follows:

- A. Giordano does hereby transfer and assign one hundred (100%) percent of the Membership Units in 1380 Mc Nab LLC, that he solely own at the time of transfer to Barrionuevo;
- B. Giordano shall NOT remain a member or owner of any Membership Units in the Company and he shall have no further responsibilities for and with the Company or any of its lawful business holdings and/or activities;
- C. Barrionuevo, upon execution of this agreement, shall be the one, true, sole owner of 100% of all of the Membership Units in the Company and he shall have, and does have,

sole decision making powers on behalf of the Company as the sole owner and decision maker for the Company;

- D. This Agreement is governed by and construed under the laws of the State of Florida as applicable to contracts executed or performed in the State of Florida, excluding any applicable conflict of law provisions;
- E. All notices, consents and other communications hereunder must be in writing and will be deemed to have been duly given when delivered personally, or one (1) day after being sent by an overnight courier, or three (3) days after being sent postage prepaid by certified or registered mail, return receipt requested. Faxed notices are sufficient to meet the notice requirement, provided an original copy follows it in a timely manner. If notice is intended for Barrionuevo, it shall be addressed to:

Marcos Barrionuevo  
1380 Mc Nab, LLC  
c/o William R. Cohen  
1601 N. Powerline Road  
Pompano Beach, FL 33069

If notice is intended for Giordano, it shall be emailed ONLY to:

Enrique Flavio Giordano:  
quiquegiordano@hotmail.com

- F. The provisions of this Agreement are severable. If any provision of this Agreement is held to be invalid, illegal or unenforceable, the validity, legality or enforceability of the remaining provisions will in no way be affected or impaired thereby.
- G. Section headings are provided for convenience only and are not to be used to construe or interpret this Agreement. Whenever the words "include" or "including" are used in this Agreement, they will be deemed to be followed by the words "without limitation."
- H. This Agreement constitutes the entire agreement between Giordano and Barionuevo with regard to its subject matter, and no prior, simultaneous, or collateral promises or representations not expressly contained in this Agreement are of any force or effect.

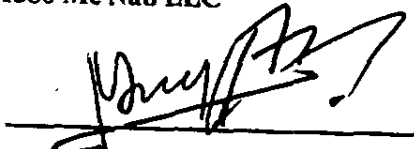
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IN WITNESS WHEREOF, by the signatures of their duly authorized representatives below, Enrique Flavio Giordano, individually and on behalf of 1380 Mc Nab LLC, on the one hand, and Marcos Barrionuevo, on the other hand, intending to be legally bound, agree to all of the provisions of this Agreement.

1380 Mc Nab LLC

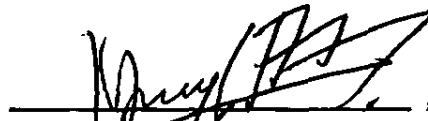


Signature

Marcos Barrionuevo

By: Marcos Barrionuevo

Marcos Barrionuevo, Individually



Signature

Marcos Barrionuevo

By: Marcos Barrionuevo

Enrique Flavio Giordano, Individually and Membership Unit Owner

(Copy of Argentina Passport attached)



Name ENRIQUE F. GIORDANO

