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STATE OF FLA
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2022 JAN 13 PM 3:12

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COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: APOGEE PAYMENT SYSTEMS, 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:

CHRISTOPHER GOODALL

Name of Person

CHRISTOPHER GOODALL LAW OFFICE, LLC

Firm/Company

3751 MAGUIRE BLVD SUITE 110

Address

ORLANDO, FL 32803

City/State and Zip Code

chris@fhrgroup.com

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

For further information concerning this matter, please call:

CHRISTOPHER GOODALL

at (702) 986-4568

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 Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED
2022 JAN 13 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FL

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

APOGEE PAYMENT SYSTEMS, 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 AUGUST 21, 2013 and assigned
Florida document number L13000118799.

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:

New Registered Office Address:

Enter 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 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>
MGR	DEREK DEPUYDT	2546 BRITTANY LANE	<input checked="" type="checkbox"/> Add
		EAST TROY, WI 53120	<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
MGR	SALLY GOODALL	2700 LAS VEGAS BLVD SOUTH	<input checked="" type="checkbox"/> Add
		UNIT 3808	<input type="checkbox"/> Remove
		LAS VEGAS, NV 89109	<input type="checkbox"/> Change
MGR	CHRISTOPHER GOODALL	295 NE IVANHOE BLVD	<input checked="" type="checkbox"/> Add
		UNIT 329	<input type="checkbox"/> Remove
		ORLANDO, FL 32804	<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change

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

The managers' percentage ownership is hereby recognized in the attached contractual agreement.

[illegible]

F. Effective date, if other than the date of filing: JANUARY 11, 2021 (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

January 16, 2022

Signature of a member of authorized representative

Signature of a member or authorized representative of a member

CHRISTOPHER GOODALL
Typed or printed name of signer

Typed or printed name of signee

CONTRACT

This is a contract between parties, Brian Wasserman, Richard Goodall, Sally Goodall, Derek Depuydt, and Christopher Goodall. This is a contract because we say it is. We are all experienced business people and understand all the language of this agreement, and we also understand all of our rights under the UNIFORM COMMERCIAL CODE. This agreement covers the parties' interests in Apogee Payment Systems (Apogee).

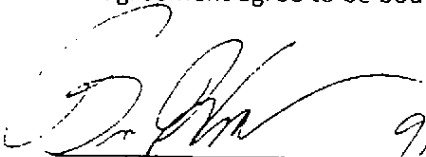
As to Apogee, Brian, Richard and Christopher entered into a contract signed by the parties on September 3 (Richard) and September 4 (Brian and Christopher), 2018. The September 2018 signed contract amended the Florida LLC Operating Agreement of September 1, 2013, to reflect a new ownership structure, which remains unchanged to the date of this new contract, whereby Brian Wasserman currently has 40% ownership interest in Apogee, Richard Goodall has 40% ownership interest in Apogee, and Christopher Goodall has 20% ownership interest in Apogee. This contract changes the ownership structure adopted by the September 2018 contract.

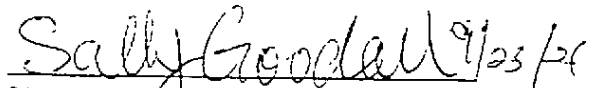
By agreement of the parties who have signed below, the new ownership interests in Apogee are as follows:


Brian Wasserman	40%	Sally Goodall	20%
Derek Depuydt	20%	Christopher Goodall	20%

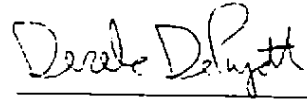
Richard Goodall no longer retains any ownership interest in Apogee.

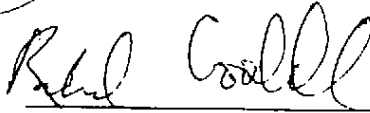
Additionally, the September 2018 contract addressed a financial obligation that Apogee has to Brian Wasserman and Richard Goodall. The terms of this obligation shall remain unchanged, and the parties to this agreement agree to be bound by the previous terms as to the financial obligation.


BRIAN WASSERMAN 9/21/21
DATE


SALLY GOODALL 9/23/21
DATE


CHRISTOPHER GOODALL 9/21/21
DATE


DEREK DEPUYDT 10/3/2021
DATE


RICHARD GOODALL 9/23/21
DATE