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SEP 2 7 2013 T. HAMPTON

COVER LETTER

TO:

Registration Section Division of Corporations

SUBJECT:

₋ionheart Capital Management, 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:

Guy Kurlandski

Name of Person

Lionheart Capital Fund, LLC

Firm/Company

1124 Kane Concourse

Address

Bay Harbor Islands, Florida 33154

City/State and Zip Code

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

For further information concerning this matter, please call:

Guy Kurlandski

__,**305**_297-0803

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

Lionheart Capital Management, 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 Li	ability Company were filed o	on_09/18/2013	and assign	ned
Florida document number L13000132175	·			
This amendment is submitted to amend the following	wing:		2013 FALL	
A. If amending name, enter the new name of	the limited liability compa	ny here:		-11
The new name must be distinguishable and end with "L.L.C."	the words "Limited Liability	Company," the designation "L	LC, or the abb	reviation
Enter new principal offices address, if application	.blo.		15: N	
			(4)	
(Principal office address MUST BE A STREE	ADDRESS)		<i>y</i> · ·	
Enter new mailing address, if applicable:				
(Mailing address MAY BE A POST OFFICE I	<u></u>			
B. If amending the registered agent and/or registered agent and/or the new registered off		s on our records, <u>enter t</u>	he name of t	t <u>he_new</u>
Name of New Registered Agent:	Lionheart Capital Fund LLC			
New Registered Office Address: 1124 Kane Concourse, 96th Street				
	Enter Florida street address			
	Bay Harbor Islands	, Florida <u>3</u> 3	3154	
	City		Zip Code	
Now Pagistared Agent's Signature if changing D	orietanad Agants			

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>	Address	Type of Action
MGRM	Lionheart Capital Fund LLC	1124 Kane Concourse, 96th Street	√ Add
		Bay Harbor Islands, Florida 33154	Remove
MGRM	Guy Kurlandski	1124 Kane Concourse, 96th Street	Add
		Bay Harbor Islands, Florida 33154	Remove
MGRM	Richard Waserstein	1124 Kane Concourse, 96th Street	Add
		Bay Harbor Islands, Florida 33154	Remove
			Add
			Remove
			Add
			Remove
		Part of the second seco	PHIZ: QT Add
			Remove

D. If amending any other in	formation, enter change(s) here: (Attach additional sheets, if necessary.)
· ·	
	
Detect September 24th	2013
Dated Geptermer 24th	ili May that
Guy Kurlandsk	Signature of a member or authorized representative of a member it is a Richard Waserstein
	Typed or printed name of signee

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Filing Fee: \$25.00

2013 SEP 26 PH 12: 0