

L14000032426

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M. MILLIGAN

OCT 07 2016

# COVER LETTER

**TO: Registration Section  
Division of Corporations**

**SUBJECT:** GrowHealthy Farms Florida, 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:

Donald J. Clifford  
Name of Person

GrowHealthy Farms Florida, LLC  
Firm/Company

515 N. Flagler Dr., Suite 1700  
Address

West Palm Beach, FL 33401  
City/State and Zip Code

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

For further information concerning this matter, please call:

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

GrowHealthy Farms Florida, LLC

(Name of the Limited Liability Company as it now appears on our records.)  
(A Florida Limited Liability Company)

2014 OCT -7 PM 1:16  
TALLAHASSEE, FLORIDA

The Articles of Organization for this Limited Liability Company were filed on February 25, 2014 and assigned  
Florida document number L14000032426.

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*

\_\_\_\_\_, **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>
MGR	Worldwide Management, LLC	11380 Prosperity Farms Rd.,	<input type="checkbox"/> Add
		Palm Beach Gardens, FL 33410	<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Change
MGR	Donald J. Clifford	515 N. Flagler Dr., Suite 1700	<input checked="" type="checkbox"/> Add
		West Palm Beach, FL 33401	<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
			<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.)**

See Written Action of the Majority Member of GrowHealthy Farms Florida, LLC attached as Exhibit "A" hereto.

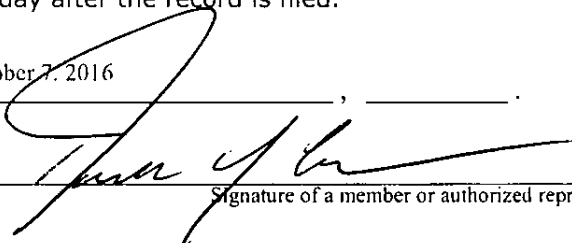
**E. Effective date, if other than the date of filing: \_\_\_\_\_ (optional)**

(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 7, 2016



Signature of a member or authorized representative of a member

Donald J. Clifford

Typed or printed name of signee

2016 OCT -7 PM 1:14  
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STATE OF FLORIDA  
DEPARTMENT OF STATE

WRITTEN ACTION OF THE  
MAJORITY MEMBER OF  
GROW HEALTHY FARMS FLORIDA, LLC

Date: Oct. 7, 2016

2016 OCT -7 PM 1:14  
MAIL ROOM

1. The undersigned, GrowHealthy Holdings, LLC, a Delaware limited liability company, is the majority member ("Majority Member") of Grow Healthy Farms Florida, LLC, a Florida limited liability company.
2. Florida Statute §605.04072(4) provides as follows: "A manager may be removed at any time without notice or cause by the consent of the Member or Members holding more than fifty percent (50%) of the then-current percentage or other interest in the profits of the limited liability company owned by all of this Members."
3. The current manager (solely the nominee manager) of Grow Healthy Farms Florida, LLC is Worldwide Management, LLC. The Majority Member hereby effectively immediately removes Worldwide Management, LLC as the manager (solely the nominee manager) of Grow Healthy Farms Florida, LLC.
4. Florida Statute §605.04072(1) provides as follows: "A manager may be chosen at any time by the consent of the member or members holding more than fifty percent (50%) of the then-current percentage or other interest of the profits of the limited liability company owned by all of its members."
5. The Majority Member of Grow Healthy Farms Florida, LLC hereby appoints Donald T. Clifford to act as the manager of Grow Healthy Farms Florida, LLC.

GROWHEALTHY HOLDINGS, LLC

By:   
DONALD T. CLIFFORD, Manager