

L14000128479

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600299721186

06/02/17--01009--013 **25.00

FILED
RECEIVED
DEPARTMENT OF STATE
17 JUN -2 PM 2:34
17 JUN -2 PM 2:26

D. BRUCE
JUN 02 2017

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NCG Holdings
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:

Amy Austin Williams
Name of Person

NCG Holdings, LLC
Firm/Company

2001 THOMASVILLE RD
Address

TALLAHASSEE, FL 32308
City/State and Zip Code

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

For further information concerning this matter, please call:

Amy Austin Williams at (850) 694-2120
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

17 JUN -2 PM 2:34

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

NCG HOLDINGS

(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 8/15/2014 and assigned
Florida document number L 14000128479.

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 "L.L.C." 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>
AMBR	RUTH ELIZABETH BOYD NORMAN	1013 LOTHIAN DR, TALLAHASSEE, FL 32312	<input checked="" 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
			<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 ATTACHED

17 APR -2 PM 2:34
STATE OF MICHIGAN
DEPARTMENT OF STATE

E. Effective date, if other than the date of filing: APRIL 10, 2017 (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.

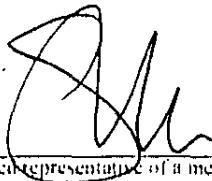
If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:

(b) The 90th day after the record is filed.

Dated

MAY 7

2017



Signature of a member or authorized representative of a member

SAM NUNNALLY

Typed or printed name of signee

ASSIGNMENT OF LIMITED LIABILITY COMPANY INTEREST

This Assignment of Limited Liability Company Interest (this "Assignment") is entered into effective as of the _____ day of April, 2017 by and between **Sam Nunnally** ("Assignor") and **Ruth E. Nunnally** ("Assignee").

RECITALS

A. Assignor is a member of NCG Holdings, LLC, a Florida limited liability company (the "Company"). The Company was formed by the filing of Articles of Organization with the Florida Secretary of State on August 15, 2014.

B. Assignor is the owner and holder of one-third of the membership interest of the Company, also described as 33.33 Units in the Operating Agreement of the Company dated August 15, 2014 (referred to herein as the "Units"); and

C. Assignor desires to assign one-half of the Interest in the Company to Assignee, and Assignee desire to accept such interest on the terms and conditions as set forth herein.

ASSIGNMENT

NOW, THEREFORE, in consideration of \$10.00 and other good and valuable consideration, the sufficiency of which is hereby acknowledged, and incorporating the above recitals herein, the parties agree as follows:

1. Assignment. Assignor hereby absolutely and irrevocably sells, assigns and transfers one-half (1/2) of the Units in the Company, including but not limited to, said percentage of all right, title and interest in and to the properties (real and personal), capital, cash flow distributions, profits and losses of the Company relating or allocable to the said percentage of Units to Assignee, to be held by Assignee as a limited liability company interest. For the sake of clarity, Assignee now owns, and has been conveyed by this Assignment, one-sixth (1/6) of the Percentage Interest of the Company, as that term is defined in the Operating Agreement.

2. Acceptance by Assignee. Assignee hereby accepts the assignment of the interest and agrees to be bound by the terms and conditions of the Operating Agreement.

3. Consent by Additional Members. Assignor and the undersigned additional members of the Company hereby consent to conveyance of the interest from Assignor to Assignee and further consent to Assignee becoming a Member, as that term is defined in the Operating Agreement, of the Company.

4. Additional Documents. Each party agrees to execute and deliver, at the request of the other party, any and all such documents or other written instruments as may be reasonably necessary or appropriate to carry out and effectuate the purpose of this Assignment.

5. Binding Effect. This Assignment shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors, assigns, heirs and personal representatives.

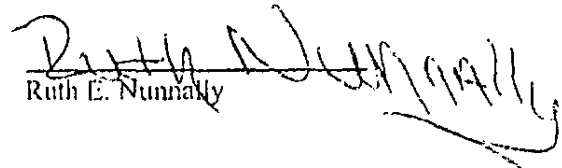
6. Counterparts. This Assignment may be executed in one or more counterparts and each of such counterparts shall, for all purposes, be deemed to be an original, but all of such counterparts shall constitute one and the same instrument. Signatures to this Assignment may be transmitted by facsimile or other electronic transmission.

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first above written.


ASSIGNOR:


Sam Nunnally

ASSIGNEE:


Ruth E. Nunnally

CONSENT OF ADDITIONAL MEMBERS:


Garrett Chumney

KaiserKane Holdings, LLC,
a Florida limited liability company

By: _____
Name: _____
Its: _____

17 MAY -2 PM 2:34
KaiserKane Holdings, LLC
17 MAY -2 PM 2:34