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(Address)

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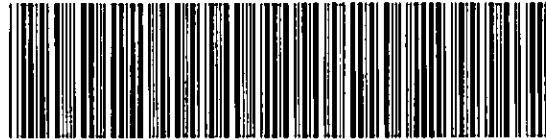
(Business Entity Name)

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MAR 06 2021

S. YOUNG

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Race World Offshore, 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:

Larrence Bleil
Name of Person

RACE WORLD OFFSHORE, LLC
Firm/Company

P.O. Box 2246
Address

KEY WEST, FL 33045
City/State and Zip Code

LARRYBLEIL@GMAIL.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

LARRY BLEIL at (305) 797-8705
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

Race World Offshore, LLC

Larry Bleil
President

P.O. Box 2246
Key West, Florida 33045
(305) 797-8705

Race World Offshore January 18th, 2021 Member Meeting Minutes

This meeting of Race World Offshore, LLC was held on January 18, 2021 at 1212 Duncan Street, Key West, FL 33040.

Present was:

Larrence Bleil, Manager Address: 1212 Duncan Street, Key West, FL 33040

Shannon Falkner, Manager Address: 1212 Duncan Street, Key West, FL 33040

Larry Bleil was requested to be the temporary Chairman of the meeting.

Shannon Falkner was requested to be the temporary Secretary of the meeting.

The following persons were also present:

Dustin Hunter, Robertson & Hunter, LLP

1. The meeting was called to order. It was determined that a quorum was present either in person or by proxy, and the meeting could conduct business.

2. The Secretary determined and reported that notice of the meeting had been properly given or waived by members pursuant to the Operating Agreement of the company.

The following business was transacted:

3. Upon motion duly made, seconded, and unanimously carried, it was resolved that Larrence Bleil would act as manager of the company until another meeting of the members is held.

4. Upon motion duly made, seconded, and unanimously carried, it was resolved that Race World Offshore, LLC authorizes acceptance of SBA Economic Injury Disaster Loan #4761437901, in the amount of \$150,000.

5. Upon motion duly made, seconded, and unanimously carried, it was resolved that Larrence Bleil, manager, is authorized to sign the SBA loan closing documents on the corporation's behalf.

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6. Upon motion duly made, seconded, and unanimously carried, it was resolved that the corporation shall amend its registered agent. The newly appointed registered agent shall be Dustin S. Hunter, Esq., of Robertson & Hunter, LLP, 501 Whitehead Street, Ste. 2, Key West, Florida 33040.

There was no further business, and upon motion made, seconded, and unanimously carried, it was RESOLVED, that all matters above are approved and adopted, and that all the actions taken thus far have been ratified and approved by the members of the company.

There being no further business, upon motion made, seconded, and unanimously carried, the meeting was adjourned.

Dated: 1/18/21

By: [Signature]
Larrence Bleil, Manager

By: [Signature]
Shannon Falkner, Manager

State of Florida
County of Monroe

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 18th day of January, 2021 by Larrence Bleil, Manager of Race World Offshore, LLC, a Florida Corporation, on behalf of said corporation who ☒ is personally known or ☐ has produced a driver's license _____ as identification and by Shannon Falkner, Manager of Race World Offshore, LLC, a Florida Corporation, on behalf of said corporation who ☒ is personally known or ☐ has produced a driver's license _____ as identification.

[Seal]



Dustin S. Hunter
Comm. #HH003278
Expires: June 28, 2024
Bonded Thru Aaron Notary

Notary Public
Print Name: Dustin Hunter
My Commission Expires: 6/28/24