

117000241987

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
18 JUN 11 AM 8:25

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Pifereli, 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:

Catalina Rey

\_\_\_\_\_  
Name of Person

Catalina Rey Law Office LLC

\_\_\_\_\_  
Firm/Company

801 Brickell Avenue, Suite 2340

\_\_\_\_\_  
Address

Miami, Florida 33131

\_\_\_\_\_  
City/State and Zip Code

catalina@reylawoffice.com

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

For further information concerning this matter, please call:

Catalina Rey

305

901-1206

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**

Pferfeli, 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 November 27, 2017 and assigned  
Florida document number L17000241987.

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.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)**

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DIVISION OF CORPORATIONS  
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**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	Polyxeni Ferfeli	Anatoliki Trakis 71	<input checked="" type="checkbox"/> Add
		Thessaloniki, Greece	<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
MBR	Royalty Ventures	965 Gravier Street, Suite 1702,	<input type="checkbox"/> Add
		New Orleans, LA 70112	<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
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			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change

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

Royalty Ventures, LLC was added as a Non- Managing Member of Pferfeli, LLC.

Royalty Ventures, LLC acquired 13% of Pferfeli, LLC. Consequently, PFERfeli is now a 2 member LLC.

Polyxeni Ferfeli continues to be the Managing Member and owner of 87% of the entity.

Royalty Ventures is a Non-Managing member and passive investor of the company.

Royalty Ventures, LLC is a company organized in the State of Louisiana domiciled at the following address:

935 GRAVIER STREET, SUITE 1702 NEW ORLEANS, LA 70112.

Additional documentation has been attached to this document.

18 JUN 11 AM 8:25

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DIVISION OF CORPORATIONS

**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:

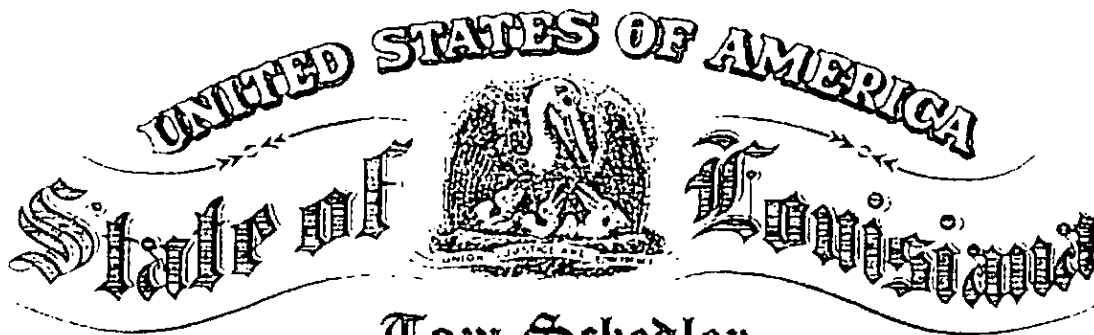
(b) The 90th day after the record is filed.

Dated 06 10 4 2018

  
Signature of a member or authorized representative of a member

Polyxeni Ferfeli

Typed or printed name of signee



**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*

a copy of the Articles of Organization and Initial Report of

**ROYALTY VENTURES, LLC**

Domiciled at NEW ORLEANS, LOUISIANA,

Was filed and recorded in this Office on January 29, 2018,

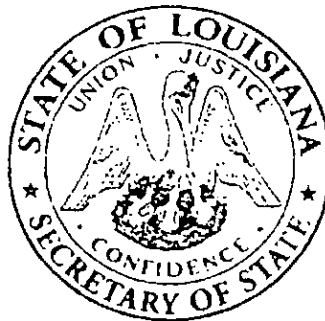
And all fees having been paid as required by law, the limited liability company is authorized to transact business in this State, subject to the restrictions imposed by law, including the provisions of R.S. Title 12, Chapter 22.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

January 30, 2018

*Secretary of State*

JSG 42935962K



Certificate ID: 10911987#G6C83

To validate this certificate, visit the following web site,  
go to **Business Services**, **Search for Louisiana**  
**Business Filings**, **Validate a Certificate**, then follow  
the instructions displayed.  
[www.sos.la.gov](http://www.sos.la.gov)

Tom Schedler  
SECRETARY OF STATE

State of Louisiana  
Secretary of State



January 30, 2018

COMMERCIAL DIVISION  
225.925.4704

Administrative Services

225.932.5317 Fax

Corporations

225.932.5314 Fax

Uniform Commercial Code

225.932.5318 Fax

The attached document of ROYALTY VENTURES, LLC was received and filed on January 29, 2018.

JSG 42935962K

**ARTICLES OF ORGANIZATION  
OF  
ROYALTY VENTURES, LLC**

The undersigned does by these presents form and organize a limited liability company pursuant to the Limited Liability Company Law of Louisiana, La. R.S. §§12:1301 et seq., and in accordance therewith adopts the following Articles of Organization:

**ARTICLE I  
NAME**

The name of this limited liability company is Royalty Ventures, LLC (the "Company").

**ARTICLE II  
PURPOSE**

The purpose of the Company is to provide professional environmental services relating to the collection, transportation, processing, and documentation of non-hazardous waste disposal, and to engage in any lawful activity for which limited liability companies may be formed under the Louisiana Limited Liability Company Law, La. R.S. §§12:1301 et seq.

**ARTICLE III  
MANAGEMENT**

A. The business of the Company shall be managed by one or more managers, which may, but need not be, a member of the Company. Except as authorized by the manager(s), no member is an agent of the Company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company. The initial manager of the Company is Royalty Only, LLC.

B. Persons dealing with the Company may rely upon a certificate of any manager of the Company to establish the membership of any member, the authenticity of any records of the Company, or the authority of any person (including the certifying person) to act on behalf of the Company, including but not limited to the authority to take the actions referred to in La. R.S. §12:1318(B).

C. In addition to the general authority of the managers of the Company to act on behalf of the Company in all matters in the ordinary course of its business, which is hereby confirmed, the managers of the Company are hereby specifically authorized to act on behalf of the Company as follows: (a) to enter into and carry out contracts and agreements of all kinds including but not limited to opening accounts at a bank or other financial institution; (b) to bring and defend actions at law or in equity; (c) to buy, acquire, sell, lease, convey, exchange, agree to sell or buy, dispose of, manage, lease or operate real or immovable property, personal or movable property, whether tangible, intangible, corporeal or incorporeal, including all property now owned or hereafter acquired by the Company, for such consideration as the manager may



deem appropriate, including for cash, credit, a combination of both or exchange of property rights, with such acts and agreements to contain such terms and conditions as the manager may deem necessary, proper and/or advisable; (d) to borrow monies for the business of the Company from any bank, financial institution, corporation, person or entity and guaranty the debts and obligations of any person or entity and from time to time make, execute and issue promissory notes and other negotiable or non-negotiable instruments, continuing guaranties or evidences of indebtedness, all to be on such terms and conditions and to contain such rates of interest and repayment terms as the manager may deem necessary; (e) to assign, pledge, mortgage or grant security interests in or otherwise encumber any real or immovable property, personal or movable property, whether tangible, intangible, corporeal or incorporeal, including all property now owned or hereafter acquired by the Company, and to execute and bind the Company on any mortgage, assignment, security agreement, financing statement, pledges or any other document creating such encumbrances to secure the obligations of the Company or any other person or entity with such documents to contain the usual and customary security clauses, including without limitation a confession of judgment, waiver of appraisal and pact de non alienando, all upon such terms and conditions as the manager may deem proper; and (f) to do and perform all such other things as may be in furtherance of the Company's purpose and necessary or appropriate to the conduct of its business.

#### **ARTICLE IV LIMITATION OF LIABILITY OF MEMBERS AND MANAGERS**

No member or manager of the Company shall be personally liable for monetary damages for breach of any duty provided for in La. R.S. 12:1314.

If, after the effective date of this Article IV, the Louisiana Limited Liability Company Law is amended to authorize company action further eliminating or limiting the personal liability of members or managers, then the liability of the members or managers of the Company shall be eliminated or limited to the fullest extent permitted by the Louisiana Limited Liability Company Law, as so amended.

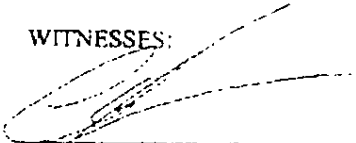
Any repeal or modification of this Article IV by the members of the Company shall not adversely affect any right or protection of a member or manager of the Company under this Article IV with respect to any act or omission occurring prior to the time of such repeal or modification.

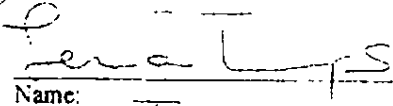
#### **ARTICLE V INDEMNIFICATION**

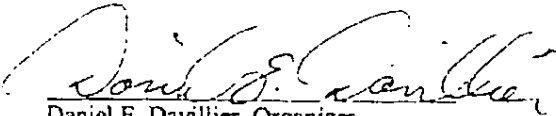
The Company shall indemnify its members and managers, and may indemnify its employees and agents, to the fullest extent permitted by Louisiana law. No amendment hereof or adoption of or amendment to any operating agreement of the Company limiting the right to indemnification shall affect the entitlement of any person to indemnification whose claim thereto results from conduct occurring prior to the date of such amendment or adoption.


THUS DONE AND EXECUTED in multiple originals by the organizer on the 29th day of January, 2018, before the undersigned competent witnesses and me, Notary Public.

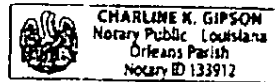
WITNESSES:

  
Name: Charles E. Bannick

  
Name: Lera Toups

  
Daniel E. Davillier, Organizer

  
NOTARY PUBLIC



**INITIAL REPORT OF  
ROYALTY VENTURES, LLC**

1. The location and municipal address of the registered office of Royalty Ventures, LLC (the "Company") is:

935 Gravier Street, Suite 1702  
New Orleans, Louisiana 70112

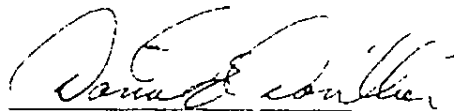
2. The registered agent for service of process of the Company is:

Daniel E. Davillier  
935 Gravier Street, Suite 1702  
New Orleans, Louisiana 70112

3. The name and municipal address of the initial manager of the Company is:

Royalty Only, LLC  
2403 Orlando Road  
Panama City, Florida 32405

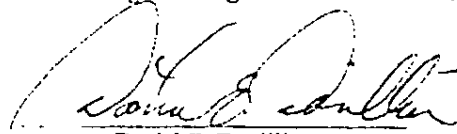
Dated this 29th day of January, 2018.



Daniel E. Davillier, Organizer

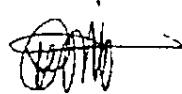
**AGENT'S AFFIDAVIT AND ACKNOWLEDGMENT OF ACCEPTANCE**

I hereby acknowledge and accept the appointment of registered agent for and on behalf of  
ROYALTY VENTURES, LLC.



Daniel E. Davillier

Sworn to and subscribed before me  
this 29th day of January, 2018.



NOTARY PUBLIC

