

L15000123245

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

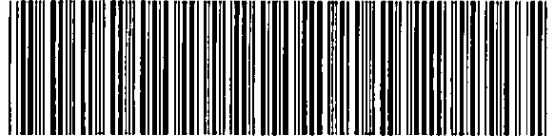
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000421742350

91/22/24--01027--013 **35.00

5.22.24

MA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 6, 2024

KEVIN JOHNSTONE
15336 BAILEYS LN
SILVER SPRINGS, MD 20906

SUBJECT: KIND COTTON LLC
Ref. Number: L18000123248

We have received your document for KIND COTTON LLC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The form you submitted is for a Florida profit corporation, but your entity is a LLC. Please complete and return the enclosed blank form(s).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Morgan E Lovett
Regulatory Specialist II

Letter Number: 424A00002631

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Kind Cotton 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:

Kevin Johnstone

Name of Person

Kind Cotton

Firm/Company

15336 Baileys Ln

Address

Silver Spring, MD 20906

City/State and Zip Code

info@kindcotton.com

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

For further information concerning this matter, please call:

Kevin Johnstone

845 7418547
at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---|--|--|--|
| <input 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

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

[illegible]

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

See attached for amendment articles

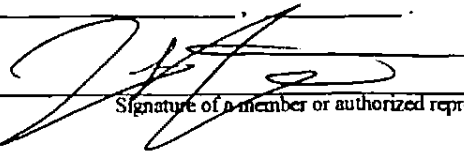
E. Effective date, if other than the date of filing: _____ **(optional)**

(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.

May 21 2024
Dated _____



Signature of a member or authorized representative of a member

Kevin Johnstone

Typed or printed name of signee



Kind Cotton LLC
PO Box 6788
Silver Spring, MD 20916

Articles of Incorporation: Benefit Amendment

PURPOSE CLAUSE:

The purpose of the Company shall include creating a material positive impact on society and the environment, taken as a whole, from the business and operations of the Company.

DIRECTORS CLAUSE:

- a) In discharging the duties of their positions and in considering the best interests of the Company, a manager shall consider the effects of any action or inaction on:*
- i) the members of the Company;*
 - ii) the employees and work force of the Company, its subsidiaries, and its suppliers;*
 - iii) the interests of its customers as beneficiaries of the purpose of the Company to have a material positive impact on society and the environment;*
 - iv) community and societal factors, including those of each community in which offices or facilities of the Company, its subsidiaries, or its suppliers are located;*
 - v) the local and global environment;*
 - vi) the short-term and long-term interests of the Company, including benefits that may accrue to the Company from its long-term plans and the possibility that these interests may be best served by the continued independence of the Company; and*
 - vii) the ability of the Company to create a material positive impact on society and the environment, taken as a whole.*
- b) In discharging the duties of a manager, and in determining what is in the best interests of the Company and its members, a manager shall not be required to regard any interest, or the interests of any particular group affected by an action or inaction, including the members, as a dominant or controlling interest or factor. A manager shall not be personally liable for monetary damages for: (i) any action or inaction in the course of performing the duties of a manager under this paragraph if the manager was not interested with respect to the action or inaction; or (ii) failure of the Company to create a material positive impact on society and the environment, taken as a whole.*
- c) A manager does not have a duty to any person other than a member in its capacity as a member with respect to the purpose of the Company or the obligations set forth in this Article, and nothing in this Article express or implied, is intended to create or shall create or grant any right in or for any person other than a member or any cause of action by or for any person other than a member or the Company.*



Kind Cotton LLC
PO Box 6788
Silver Spring, MD 20916

d) Notwithstanding anything set forth herein, a manager is entitled to rely on the provisions regarding ""best interests"" set forth above in enforcing the rights of a manager hereunder and under state law, and such reliance shall not, absent another breach, be construed as a breach of a manager's duty of care, even in the context of a Change in Control Transaction where, as a result of weighing the interests set forth in subsection (a)(i)-(vii) above, a managing member determines to accept an offer, between two competing offers, with a lower price per unit.

e) A manager who makes a business judgment in good faith fulfills the duty under this section if the manager: (i) is not interested in the subject of the business judgment; (ii) is informed with respect to the subject of the business judgment to the extent the director reasonably believes to be appropriate under the circumstances; and (iii) rationally believes that the business judgment is in the best interests of the Company.