

L18000195911

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

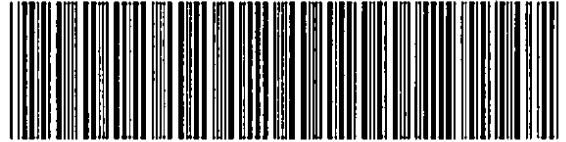
(Document Number)

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STATE  
DIVISION OF REVENUE  
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## COVER LETTER

**TO: Registration Section  
Division of Corporations**

**SUBJECT:** MARSHALL RESTAURANT 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:

SUSAN COHEN, SUCCESSOR CO-TRUSTEE

Name of Person

SHELDON L. MARSHALL AND ROBERTA K. MARSHALL REVOCABLE

Firm/Company

32 CANYON SHORES PLACE

Address

HENDERSON, NEVADA 89011

City/State and Zip Code

SOOZIDOLLS@GMAIL.COM

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

For further information concerning this matter, please call:

MAURICE COHEN

Name of Person

at ( 949 ) 922-3761

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 Address:**

Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

CLERK OF STATE  
DIVISION OF CORPORATIONS

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

**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

FILED  
DEPT. OF STATE  
DIVISION OF CORPORATION

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<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
AMBR	SUSAN COHEN, SUCCESSOR C	32 CANYON SHORES PLACE	<input checked="" type="checkbox"/> Add
		HENDERSON, NEVADA 89011	<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
AMBR	ELIZABETH MARSHALL, SUCC	11046 TAMBERLY LANE	<input checked="" type="checkbox"/> Add
		TUJUNGA, CA 91042	<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
AMBR	ROBERTA K. MARSHALL	21452 SAN BERNARDO	<input type="checkbox"/> Add
		MISSION VIEJO, CA 92692	<input checked="" 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

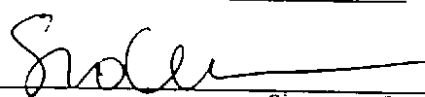
D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

21 APR 7 PM 1:13

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 APRIL 5 2021

  
Signature of a member or authorized representative of a member

SUSAN COHEN, SUCCESSOR CO-TRUSTEE  
Typed or printed name of signee

**FIRST AMENDMENT TO THE  
AMENDED AND RESTATED OPERATING AGREEMENT  
OF  
MARSHALL RESTAURANT FLORIDA LLC,  
a Florida limited liability company**

This First Amendment to the Amended and Restated Operating Agreement of Marshall Restaurant Florida LLC, a Florida limited liability company ("**First Amendment**") is made and entered into and effective as of the 4<sup>th</sup> day of April 2021, by Susan Cohen and Elizabeth Marshall, successor co-trustees ("**Successor Trustees**") of the Sheldon L. Marshall and Roberta K. Marshall Revocable Trust Agreement Dated November 25, 1994 as Restated October 31, 2017 (the "**Trust**"). (the "**Member**") with reference to the recitals set forth below.

**RECITALS**

A. Roberta K. Marshall as the original Trustee of the Trust was the party to the Amended And Restated Operating Agreement of Marshall Restaurant Florida LLC, a Florida limited liability company, dated September 12, 2018 ("**Original Agreement**");

B. The Successor Trustees desire to reflect their succession as Trustees of The Trust on the death of the original Trustee, and

C. Any capitalized terms set forth herein which are not specifically defined in this First Amendment shall have the meanings set forth for those terms in the Original Agreement.

**NOW THEREFORE**, the Original Agreement is amended as follows:

1. Section 3 of the Original Agreement is hereby deleted in its entirety and the following substituted in its place:

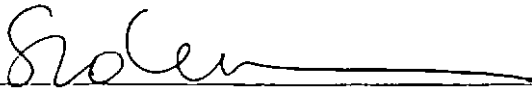
Principal Place of Business, Office of the Company. The principal place of business and office of the Company shall be located at 32 Canyon Shores Place, Henderson, Nevada 89011 or such other place of places as the Member may from time to time to time designate.

2. Section 4 of the Original Agreement is amended to change the name and address of the Member to: Susan Cohen and Elizabeth Marshall, successor co-trustees of the Sheldon L. Marshall and Roberta K. Marshall Revocable Trust Agreement dated November 25, 1994, as Restated October 31, 2017.

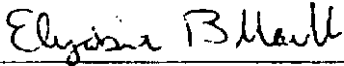
3. Except as amended herein, the Original Agreement as amended by this First Amendment, shall remain in full force and effect.

4. This First Amendment may be executed in any number of counterparts by the parties. Each of the counterparts will be considered an original and all counterparts will constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have herunto executed this First Amendment as of the date first written above.



Susan Cohen, successor co-trustee of the  
Sheldon L. Marshall and Roberta K. Marshall Revocable Trust  
Agreement dated November 25, 1994, as restated October 31, 2017.



Elizabeth Marshall, successor co-trustee of the  
Sheldon L. Marshall and Roberta K. Marshall Revocable Trust  
Agreement dated November 25, 1994, as restated October 31, 2017.