

L18 000208658

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(City/State/Zip/Phone #)

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2020 OCT -2 PM 4:30  
FILED  
CLERK OF DISTRICT COURT  
JANUARY 10, 2021

FILED

NOV 10 2020  
S. YOUNG

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Egghead Too, LLC dba ARE Concepts  
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:

Beth Eggleston  
Name of Person

Egghead Too LLC  
Firm/Company

33 Meadow Brook Lane  
Address

Ormond Beach, FL 32174  
City/State and Zip Code

beth@are-concepts.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Beth Eggleston at (386) 547-5644  
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 Address:**

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

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

Egghead Too LLC dba ARE Concepts  
(Name of the Limited Liability Company as it now appears on our records)  
(A Florida Limited Liability Company)

2019 OCT -2 PM 4:30  
FILED

The Articles of Organization for this Limited Liability Company were filed on Aug 30 2018 and assigned  
Florida document number L18000208658.

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.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*

*City*

**Florida**

*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**

[illegible]

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

## Ownership

Beth Eggleston

8076

Daniel <sup>W</sup>Senters

2070

E. Effective date, if other than the date of filing: Sept 1, 2020 (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 September 29, 2020

Subl

Signature of a member or authorized representative of a member

Beth Eggleston  
Typed or print

Typed or printed name of signee

## Partnership Amendment

### PARTNERSHIP AMENDMENT AGREEMENT

**THIS PARTNERSHIP AMENDMENT AGREEMENT** (the "Amendment") made and entered into this \_\_\_1\_\_\_ day of \_\_\_September\_\_\_, \_\_\_\_\_2020\_\_\_ (the "Execution Date"),

#### **BETWEEN:**

Beth Eggleston of 33 Meadow Brooke Lane, Ormond Beach, FL 32174, and  
Daniel Senters of 38 Declaration Place, Irvine CA 92602  
(individually the "Partner" and collectively the "Partners")

#### **BACKGROUND:**

- A. The parties to this Amendment are the Partners in a general partnership agreement (the "Partnership Agreement") formed on the 2<sup>nd</sup> day of June, 2020.
- B. The Partners desire to amend the Partnership Agreement to reflect a new understanding.
- C. This is the first amendment to the Partnership Agreement.
- D. The partnership that forms the subject of this Amendment is called Egghead Too, LLC dba ARE Concepts of 33 Meadow Brooke Lane, Ormond Beach, FL 32174. It was formed for the purpose of: Sales, Marketing and Brand Development.

IN CONSIDERATION OF and as a condition of the Partners entering into this Amendment and other valuable considerations, the receipt and sufficiency of which consideration is acknowledged, the parties to this Amendment agree as follows.

#### **Amendment**

1. Partnership Interest and Authority- Effective September 1, 2020 the ownership interest in the partnership will be:

Beth Eggleston- 80%  
Daniel Senters- 20%

Effective September 1, 2020 the Partners will share cost according to the following:

Beth Eggleston- 80%  
Daniel Senters- 20%

Effective September 1, 2020 the Partners will share the net profits of the Partnership according to the following:

Beth Eggleston -80%  
Daniel Senters -20%

#### Tax Elections

2. The Partnership will elect out of the application of Chapter 63 Subchapter C of the Internal Revenue Code of 1986, in each taxable year in which it is eligible to do so in accordance with Section 622 (b), by making that election in a timely filed return for each taxable year disclosing the name and taxpayer identification number of each partner.
3. This election will prevail over any discretion or authority invested in the "tax matters partner" by the Partnership Agreement.

#### Governing Law

4. The Partnership Agreement will be governed by and constructed in accordance with the laws of the State of Florida.

#### Reaffirmation

5. The Partnership Agreement in its original and amended form will remain in full force and effect except as expressly modified by this Amendment.

#### Execution

6. On and after the execution of this Amendment, any reference in the original Partnership Agreement to "the Agreement" or any words of similar meaning will refer to the original partnership Agreement as amended by this Amendment.

## Miscellaneous


7. Time is of the essence in this Amendment
8. This Amendment may be executed in counterpart.
9. This Amendment will not be assigned either in whole or in part by any party to this Amendment without written consent of the other party.
10. Headings are inserted for the convenience of the parties only and are not to be considered when interpreting this Amendment. Words in the singular mean and include the plural and vice versa. Words in the masculine gender include feminine gender and vice versa. Words in the neuter gender include the masculine gender and the feminine gender and vice versa.
11. This Amendment and the terms and conditions contained in this Amendment apply to and are binding upon the Partners' successors, assigns, executors, administrators, beneficiaries, and representatives.
12. If any term, covenant, condition or provision of this Amendment is held by a Court of competent jurisdiction to be valid, void or unenforceable, it is the parties' intent that such provisions be reduced in scope by the court only to the extent deemed necessary by that court to render the provision reasonable and enforceable and the remainder of the provision of this Amendment will in no way be affected, impaired or invalidated as a result.
13. All negotiations and understanding intended to be included in this Amendment have been included in this final written Amendment. Statements or representations which have been made by any party to this Amendment in the negotiation stages of this Amendment may in some way be inconsistent with this final written Amendment. All such statements are declared to be of no value in this Amendment. Only the written terms contained in this final written Amendment will bind the parties.
14. Any notices or deliveries required here will be deemed complete when hand-delivered, delivered by agent, or seven (7) days after being placed in the post, postage prepaid, to the parties at the addresses contained in this Amendment or as the parties may later designate in writing.
15. All of the rights, remedies and benefits provided by this Amendment will be cumulative and will not be exclusive of any other such rights, remedies and benefits allowed by law.

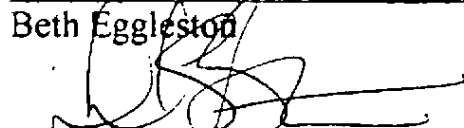


### Brand Ownership

1. Noteworthy Sherry Stave Aged Bourbon will be owned individually by the partners in equal shares. Profits from the day to day sales will be part of the Amended agreement percentages of Beth Eggleston (80%) and Daniel Senters (20%). If the brand is developed and rights are sold to a third party, that sale will be shared equally by Beth Eggleston and Daniel Senters in all profits resulting from the sale of the brand.
2. Any new brands developed will be added as additional amendments to this agreement.

**IN WITNESS WHEREOF** the parties have duly affixed their signatures under hand and seal on this 29<sup>th</sup> day of September, 2020.

  
\_\_\_\_\_  
Beth Eggleston

  
\_\_\_\_\_  
Daniel Senters