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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
FLORIDA SUNSHINE HOMES, LLC

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COVER LETTER

TO: Registration Section
Division of Corporations

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SUBJECT: FLORIDA SUNSHINE HOMES, 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:

Garret T. Barnes, Esquire

Name of Person

Barnes Walker, Goethe, Perron, Shea, & Robinson, PLLC

Firm/Company

3119 Manatee Avenue West

Address

Bradenton, FL 34205

City/State and Zip Code

gbarnes@barneswalker.com

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

For further information concerning this matter, please call:

Garret T. Barnes

941 741-8224
at (_____) _____

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

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Certificate of Status

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(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

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
FLORIDA SUNSHINE HOMES, LLC**

1. The Articles of Organization of FLORIDA SUNSHINE HOMES, LLC, were filed on October 19, 2021, and assigned Document Number L21000455733.

2. Pursuant to Florida Statutes Section 605.0202, Article V. of the Articles of Organization is hereby deleted in its entirety and replaced with the following Article V.

"A. The Company is to be managed by a Manager or Managers who generally serve from annual meeting to annual meeting of the Member(s) (or until a replacement is qualified and elected) unless the Company's Operating Agreement, if any, dictates otherwise. The initial Manager(s), however, shall serve at least until the organizational meeting of the Company and are identified as follows:

Chiara LaRocca, whose address is 14 Eagle Landing, Mount Sinai, New York 11766

B. The Managers, acting jointly and not alone, shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 605.0109, including, but not limited to, the power to conduct the Company's business and acquire, mortgage, encumber, sell, lease, convey, and transfer the Company's real and personal property, except:

1. Without having first obtained the prior written consent of a majority in interest of the Members, the Manager(s) shall not cause or permit the Company to:

a. Sell, convey, transfer, assign, mortgage, refinance, pledge, encumber, trade, exchange, or otherwise dispose of, or lease for more than two (2) years, or execute and deliver any deed, mortgage, or lease of, any Company real property or any part or interest thereof, or all or substantially all of the other assets of the Company in a single transaction or series of related transactions; or

b. Borrow money, including credit card debt, on behalf of the Company in excess of an aggregate of \$10,000.00 during any twelve-month period; or

c. Lend any company funds or any assets to any person in an amount or with a value in excess of \$2,500.00; or

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d. Confess a judgment, or settle, compromise, release, discharge, or pay any claim, demand, or debt against the Company in excess of \$5,000.00;

e. Cause this Company to enter into a joint venture or partnership with any other person or entity; or

f. Invest in the debt or equity of any other entity; or

g. Authorize this Company to be a party to any merger, consolidation, reclassification, reorganization or other similar transaction.

h. Reduce the LLC Interest, Member Status, rights, privileges, or benefits or enlarge the duties and obligations of a Member or a Manager; or

i. Enlarge the LLC Interest, Member Status (if applicable), rights, privileges, or benefits or reduce the duties and obligations of a Manager or a Member; or

j. Modify the duration of this Company; or

k. File a petition in bankruptcy, make a general assignment for the benefit of creditors, consent to a receiver for the Company, or apply for other such relief available under similar laws or regulations; or

l. Hire, terminate, or modify the terms of employment of any Manager or Member; or

m. Affect the rights or restrictions regarding the assignability of Member Status or Transferable Interest; or

n. Loan or advance funds to any Member or Affiliate of a Member, nor permit the Company's assets to be encumbered to secure the obligations of a Member or Affiliate of a Member; or

o. Change the nature or character of the business of the Company; or

p. Dissolve or terminate the existence of this Company; or

q. Increase or decrease the number of Managers; or

r. Make any payment of wages, monies, employment benefits, or expense reimbursements to any immediate or expanded family member of a Manager; or

s. Knowingly or willingly do any act, or fail to act, which would cause the Company to be taxed as a corporation; or

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1. Do any act that is prohibited by, or fail to do any act that is required by, a resolution of the Members.

If any Member does not object in writing to the Managers' request for consent pursuant to this Section within five (5) business days of receipt of such request, such Member is deemed to have consented to the Managers' request.

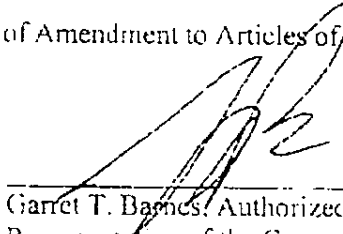
C. A "majority in interest," without more, shall mean a simple majority, as determined by their "LLC Interest Percentages" (as defined by Florida Statutes, and further supplemented by the Company's Operating Agreement, if any) in the Company, of the Member(s) of the Company."

3. The foregoing amendment was adopted, to become effective on the date of its filing with the office of the Florida Secretary of State, by written unanimous consent of all of the Members and Managers entitled to vote on the amendment, in accordance with Florida Statutes Section 605.04073.

4. The Florida Secretary of State is hereby requested to approve and file these Articles of Amendment in accordance with Chapter 605, Florida Statutes.

5. Pursuant to Florida Statutes Section 605.0203(2) & (3), the undersigned is a legal representative duly appointed and authorized by the Company to sign these Articles of Amendment, and the undersigned does hereby affirm that the undersigned is so authorized to sign these Articles of Amendment.

The undersigned has executed these Articles of Amendment to Articles of Organization on this 16 day of July, 2023.



Garret T. Barnes, Authorized Legal
Representative of the Company

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