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COVER LETTER

TO: Registration Section

Division of Cor	porations		
Cultivate A	II, LLC		
SUBJECT:	Name of Lim	ited Liability Company	
The anclosed Articles of	Amendment and fee(s) are sub	mitted for filing	
Please return all correspo	ondence concerning this matter	to the following:	
	Stephen Garguilo		
		Name of Person	
	Cultivate All, LLC		
		Firm/Company	
	6300 N Wickham Rd., Sui	te 130 #685	
		Address	
	Melbourne, FL 32940		,
		City/State and Zip Code	
	steve@cultivateall.com		
	E-mail address: (to be used for future annual report not	
For further information c	oncerning this matter, please c	all:	
Christopher St. Germain		401 485 0022 at ()	
Name o	f Person	Area Code Daytin	te Telephone Number
Enclosed is a check for the	he 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 Addres Registration S		<u>Street Address:</u> Registration Se	ection
Division of C	orporations	Division of Co	rporations
P.O. Box 632		The Centre of	
Tallahassee, l	r1. 32314	2410 N. Monro	e Street, Suite 810

Tallahassee, FL 32303

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

Cultivate All, LLC.	
(Name of the Limited Liability Company as it now appears on (A Florida Limited Liability Company)	our records.)
The Articles of Organization for this Limited Liability Company were filed on April 1: Florida document number 200378303022 or L22000184596.	5, 2021 and assigned
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 design	nation "LEC" 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 recoragent and/or the new registered office address here:	ds, enter the name of the new register
Name of New Registered Agent:	
New Registered Office Address: Enter Florida si	trect address
	, Florida

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.

City

If Changing Registered Agent, Signature of New Regist	ered Agent

Zip Code

If amending Authorized Person(s) authorized to manage, <u>enter the title, name, and address of each person_being added or removed from our records</u>:

MGR = Manager AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	Address	Type of Action
			⊡Remove
			□ Change
			☐Add
			□Remove
			, ⊡Change
			□Remove
			□Change
			□Add
			□Remove
			□Add
			□Remove
			Change
			□Add
			□Remove

Places add those Clauses	to our Articles of Operation under Article V (O	Other Provisions)
	<u></u>	
The clauses are in the atta	iched sheet.	
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tive date, if other than	the date of filing:	(optional)
: If the date inserted in th	must be specific and cannot be prior to date of filing is block does not meet the applicable statutory	or more than 90 days after filing.) Pursuant to 605.0 filling requirements, this date will not be listed
ment's effective date on the	ie Department of State's records.	
ord specifies a delayed effe	ective date, but not an effective time, at 12:01 a.	.m. on the earlier of: (b) The 90th day after
filed.		
d April 5	2023	
	Signature of a member or authorized representa	
	/ · 1	

Typed or printed name of signee

Clause I. 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.

Clause II. Directors Clause.

- a) In discharging the duties of their positions and in considering the best interests of the Company, a managing member 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 managing member], and in determining what is in the best interests of the Company and its members, a managing member 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 managing member shall not be personally liable for monetary damages for: (i) any action or inaction in the course of performing the duties of a managing member under this paragraph if the managing member 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.
- e) A managing member 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.
- d) Notwithstanding anything set forth herein, a managing member is entitled to rely on the provisions regarding ""best interests"" set forth above in enforcing the rights of a managing member hereunder and under state law, and such reliance shall not, absent another breach, be construed as a breach of a managing member'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 managing member who makes a business judgment in good faith fulfills the duty under this section if the managing member: (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.