

L23000392728

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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
MHP MIAMI II MANAGER, LLC**

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**AMENDMENT TO
ARTICLES OF ORGANIZATION
OF MHP MIAMI II MANAGER, LLC**

The undersigned, on behalf of MHP MIAMI II MANAGER, LLC, a Florida limited liability company (the “**Company**”), desiring to amend the Articles of Organization of the Company pursuant to the terms of Chapter 605, Florida Statutes, the Florida Revised Limited Liability Company Act (the “**Act**”), states as follows:

1. The current name of the Company is MHP Miami II Manager, LLC.
2. The original Articles of Organization of the Company were filed with the Florida Department of State on August 22, 2023 and assigned document number L23000392728 (the “**Articles**”).
3. The Articles are amended by deleting Article IV in its entirety and replacing it with the following:

Article IV. Registered Agent

The name and address of the Company’s registered agent is:

CORPORATE CREATIONS NETWORK INC.
801 US HWY 1
N PALM BEACH, FL 33408

4. The Articles are further amended by deleting Article V in its entirety and replacing it with the following:

Article V. Membership

The names and addresses of the current members of the Company are:

<u>Name</u>	<u>Address</u>
W. Patrick McDowell 2001 Trust	777 Brickell Avenue, Suite 1300 Miami, Florida 33131
Shear Holdings, LLC	777 Brickell Avenue, Suite 1300 Miami, Florida 33131

5. The Articles are further amended by deleting Article VI in its entirety and replacing it with the following:

Article VI. Management


This will be a manager-managed company. The names and addresses of the current managers of the Company are:

<u>Name</u>	<u>Address</u>
W. Patrick McDowell 2001 Trust	777 Brickell Avenue, Suite 1300 Miami, Florida 33131
Shear Holdings, LLC	777 Brickell Avenue, Suite 1300 Miami, Florida 33131

6. This Amendment to the Articles of Organization of the Company was approved by the members and managers of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Amendment the 6th day of June, 2024.

Shear Holdings, LLC, a Florida limited liability company



Christopher Shear
Manager

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is MHP Miami II Manager, LLC.
2. The name and address of the registered agent and office is:

CORPORATE CREATIONS NETWORK INC.
801 US HWY 1
N PALM BEACH, FL 33408

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Name: _____
Title: _____

Kevin Dutau
Special Secretary



Dated the ____ day of _____, 2024.

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