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STATE
CLERK
TALLAHASSEE, FL

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Global Wealth Management, L.C.

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:

Thomas U. Heierli

Name of Person

Global Wealth Management, L.C.

Firm/Company

155-2 North Shore Drive

Address

Miami Beach, FL 33141

City/State and Zip Code

t.heierli@gwm-ch.com

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

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SEC. OF STATE
TALLAHASSEE, FL

For further information concerning this matter, please call:

Thomas U. Heierli

305 3320296

at ()

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**

Global Wealth Management, L.C.

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

The Articles of Organization for this Limited Liability Company were filed on 10/16/1995 and assigned
Florida document number L95000000783.

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)

Claridenstrasse 20

8002 Zurich

Switzerland

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

Claridenstrasse 20

8002 Zurich

Switzerland

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

_____, **Florida**
City 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

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
AMBR	Olaf Herr	Claridenstrasse 20	☒ Add
		8002 Zurich	☐ Remove
		Switzerland	☐ Change
MGR	Thomas U. Heierli	Schulhausstrasse 16d	☐ Add
		9052 Niederteufen	☐ Remove
		Switzerland	☒ Change
MGR	Silvan Noetzli	Claridenstrasse 20	☒ Add
		8002 Zurich	☐ Remove
		Switzerland	☐ Change
			☐ Add
			☐ Remove
			☐ Change
			☐ Add
			☐ Remove
			☐ Change
			☐ Add
			☐ Remove
			☐ Change

2023 MAY 21 PM 3:43
 STATE OF NEW YORK
 DEPARTMENT OF TAXATION AND FINANCE
 DIVISION OF TAX SERVICES
 TAX SERVICES UNIT

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

Global Wealth Management, L.C. is a Single Member LLC, owned by H&N Holding AG / Switzerland

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 November 1, 2023

Signature of a member or authorized representative of a member

Olaf Herr

Typed or printed name of signee

Filing Fee: \$25.00

THIRD AMENDED ARTICLES OF ORGANIZATION OF GLOBAL WEALTH MANAGEMENT L.C.

These Amended and Restated Articles of Organization amend and restate the Articles of Organization of Global Wealth Management, L.C. as originally filed with Florida Department of State as of October 16, 1995 and amended on June 7, 1996 and December 2, 2008 and have been filed pursuant to Section 608.411 of the Florida Limited Liability Company Act and duly executed in accordance with Section 608.408 thereof.

1. Name. The name of this limited liability company is GLOBAL WEALTH Management, L.C. (the "Company").
2. Purpose. The purposes of the Company shall be to engage in an investment advisory business and further to engage in any lawful act or activity of which limited liability companies may be formed under the Act. The Company shall have the power and is authorized to do any and all lawful acts and things necessary, appropriate, advisable and /or convenient for the furtherance and accomplishment of the purposes of the Company, including, but not limited to, opening branch offices and purchasing additional companies in the US or abroad.
3. Duration. The Company shall exist from the date of filing these Articles with the Department of State until dissolved by the members or until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
4. Mailing Address and Street Address. The mailing address and the street address of the principal office of the Company is: Global Wealth Management, L.C.
Claridenstrasse 20
8002 Zurich
Switzerland
5. Registered Agent and Office. The name and address of the initial registered agent of the Company is: Corporate Creations Network Inc.
8001 US Highway 1
North Palm Beach, FL 33408
USA
6. Capital. The capital of this limited liability company is \$ 5'000.00 which shall be paid entirely in cash. Additional capital contributions are not required, but may be made by the members in accordance with the terms of that certain Operating Agreement of GLOBAL WEALTH MANAGEMENT, L.C.
7. Additional Members. Additional members may be admitted to the Company, but only if all of the then-current members agree to the admission of the additional member and to the terms of admission.

8. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled or dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.
9. Management of the Company. The Company shall be managed by one or more designated members and managers elected by 'H&N Holding AG, Switzerland', the single owner of Global Wealth Management, L.C. and the names and address of the initial elected member and managers of the Company are:

Names of Members & Managers

Olaf Herr / Representing Member (AMBR)

Thomas U. Heierli / CEO (MGR)

Silvan Noetzli / CIO (MGR)

Address

Global Wealth Management, L.C

Claridenstrasse 20

8002 Zurich / Switzerland

10. Restrictions on Transfer. No member may sell, assign, transfer, pledge, hypothecate, encumber or otherwise dispose of any interest in the Limited Liability Company without the prior express written consent of all of the other members, except as may otherwise be agreed in the Limited Liability Operating Agreement, as may be amended from time to time.
11. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Amended and Restated Articles of Organization effective as of the 1st day of November, 2023

Olaf Herr

A handwritten signature in black ink, appearing to be 'Olaf Herr', written in a cursive style.