

M11000000 6371

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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2019 MAY -6 A 10:16  
FALL ARIZONA, ARIZONA

FILED

MAY 15 2019

CLERK OF COURT

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Moonstone Holdings LLC

Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lee Yearick

Name of Person

Moonstone Holdings, LLC

Firm/Company

1810 El Jobean Rd., Ste 5

Address

Port Charlotte, FL 33948

City/State and Zip Code

lee@gnksky.com

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

For further information concerning this matter, please call:

Dean Hanewinckel

Name of Person

at ( 941 ) 473-2828

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Enclosed is a check for the following amount:**

☐ \$25 Filing Fee

☐ \$30 Filing Fee &  
Certificate of Status

☐ \$55 Filing Fee &  
Certified Copy

☒ \$60 Filing Fee,  
Certificate of Status &  
Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-4 must be completed)**

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: Moonstone Holdings LLC

Enter new principal office 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)

2. The Florida document number of this limited liability company is: M11000006371

3. Jurisdiction of its organization: Nevada

4. Date authorized to do business in Florida: December 19, 2011

**SECTION II (5-9 complete only the applicable changes)**

5. New name of the limited liability company: \_\_\_\_\_  
(must contain "Limited Liability Company," "L.L.C." or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered officer 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

Figure 1. Schematic representation of the experimental design. The subjects were divided into two groups: the control group (CG) and the experimental group (EG). The CG was divided into two subgroups: the control group (CG) and the control group (CG). The EG was divided into two subgroups: the experimental group (EG) and the experimental group (EG). The CG was divided into two subgroups: the control group (CG) and the control group (CG). The EG was divided into two subgroups: the experimental group (EG) and the experimental group (EG).

## New Manager of the company

Mgr      Niclas X.Kirchberger      1810 El Jobean Rd. Ste 5, ☒ Add  
Port Charlotte, FL 33948 ☐ Remove

**MM** Orange Blossom Holdings, LLC 2248 Meridian Blvd. Suite H ☐ Add  
Minden, NV 89423 ☒ Remove

\_\_\_\_\_ ☐ Add

\_\_\_\_\_ ☐ Remove

\_\_\_\_\_ ☐ Add

\_\_\_\_\_ ☐ Remove

\_\_\_\_\_ ☐ Add

\_\_\_\_\_ ☐ Remove

Signature of the authorized representative

Lee Yearick

**Filing Fee: \$25.00**

STATE OF NEVADA

**BARBARA K. CEGAVSKE**  
*Secretary of State*

**KIMBERLEY PERONDI**  
*Deputy Secretary  
for Commercial Recordings*



OFFICE OF THE  
SECRETARY OF STATE

**Commercial Recordings Division**

202 N. Carson Street  
Carson City, NV 89701-4201  
Telephone (775) 684-5708  
Fax (775) 684-7138

CAMMIE WARBURTON  
Corporate Direct, Inc.  
2248 MERIDIAN BOULEVARD, SUITE H  
MINDEN, NV 89423

**Job:**C20190501-0528  
May 1, 2019

**Special Handling Instructions:**

**Charges**

Description	Document Number	Filing Date/Time	Qty	Price	Amount
Amended List	20190191216-42	5/1/2019 9:25:28 AM	1	\$150.00	\$150.00
Total					\$150.00

**Payments**

Type	Description	Amount
Credit	001769 5567279248256624803062	\$150.00
Total		\$150.00

Credit Balance: \$0.00

**Job Contents:**

File Stamped Copy 1

CAMMIE WARBURTON  
Corporate Direct, Inc.  
2248 MERIDIAN BOULEVARD, SUITE H  
MINDEN, NV 89423

**INITIAL/ANNUAL LIST OF MANAGERS OR MANAGING MEMBERS AND STATE  
BUSINESS LICENSE APPLICATION OF:**

MOONSTONE HOLDINGS LLC

NAME OF LIMITED-LIABILITY COMPANY

ENTITY NUMBER

E0660102011-7



\*100403\*

FOR THE FILING PERIOD OF DEC. 2018 TO DEC. 2019

USE BLACK INK ONLY - DO NOT HIGHLIGHT

**\*\*YOU MAY FILE THIS FORM ONLINE AT [www.nvsilverflume.gov](http://www.nvsilverflume.gov)\*\***

- ☐ Return one file stamped copy. (If filing not accompanied by order instructions, file stamped copy will be sent to registered agent.)

**IMPORTANT:** Read instructions before completing and returning this form.

1. Print or type names and addresses, either residence or business, for all manager or managing members. A Manager, or if none, a Managing Member of the LLC must sign the form. **FORM WILL BE RETURNED IF UNSIGNED.**
2. If there are additional managers or managing members, attach a list of them to this form.
3. Return completed form with the fee of \$150.00. A \$75.00 penalty must be added for failure to file this form by the deadline. An annual list received more than 90 days before its due date shall be deemed an amended list for the previous year.
4. State business license fee is \$200.00. Effective 2/1/2010, \$100.00 must be added for failure to file form by deadline.
5. Make your check payable to the Secretary of State.
6. **Ordering Copies:** If requested above, one file stamped copy will be returned at no additional charge. To receive a certified copy, enclose an additional \$30.00 per certification. A copy fee of \$2.00 per page is required for each additional copy generated when ordering 2 or more file stamped or certified copies. Appropriate instructions must accompany your order.
7. Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, Nevada 89701-4201, (775) 684-5708.
8. Form must be in the possession of the Secretary of State on or before the last day of the month in which it is due. (Postmark date is not accepted as receipt date.) Forms received after due date will be returned for additional fees and penalties. Failure to include annual list and business license fees will result in rejection of filing.

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number <b>20190191216-42</b>
	Filing Date and Time <b>05/01/2019 9:25 AM</b>
	Entity Number <b>E0660102011-7</b>

(This document was filed electronically.)  
ABOVE SPACE IS FOR OFFICE USE ONLY

**ANNUAL LIST FILING FEE: \$150.00 LATE PENALTY: \$75.00 (if filing late)**

**BUSINESS LICENSE FEE: \$200.00 LATE PENALTY: \$100.00 (if filing late)**

**CHECK ONLY IF APPLICABLE AND ENTER EXEMPTION CODE IN BOX BELOW**

- ☐ Pursuant to NRS Chapter 76, this entity is exempt from the business license fee. Exemption code:

**NRS 76.020 Exemption Codes**

001 - Governmental Entity  
006 - NRS 680B.020 Insurance Co.

**NOTE:** If claiming an exemption, a notarized Declaration of Eligibility form must be attached. Failure to attach the Declaration of Eligibility form will result in rejection, which could result in late fees.

NAME NICLAS KIRCHBERGER	MANAGER OR MANAGING MEMBER		
ADDRESS 2248 MERIDIAN BLVD., SUITE H	CITY MINDEN	STATE NV	ZIP CODE 89423
NAME	MANAGER OR MANAGING MEMBER		
ADDRESS	CITY	STATE	ZIP CODE
NAME	MANAGER OR MANAGING MEMBER		
ADDRESS	CITY	STATE	ZIP CODE
NAME	MANAGER OR MANAGING MEMBER		
ADDRESS	CITY	STATE	ZIP CODE

None of the managers or managing members identified in the list of managers and managing members has been identified with the fraudulent intent of concealing the identity of any person or persons exercising the power or authority of a manager or managing member in furtherance of any unlawful conduct.

I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

**X** CAMMIE WARBURTON

Title  
ACCOUNT REPRESENTATIVE

Date  
5/1/2019 9:25:27 AM

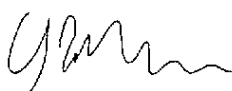
Signature of Manager, Managing Member or

### ASSIGNMENT OF MEMBERSHIP INTEREST

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, GABRIEL KIRCHBERGER, having an address of 1810 El Jobean Road, Suite 5, Port Charlotte, Florida 33948 (the "Assignor"), being at present a Member of MOONSTONE HOLDINGS, LLC, a limited liability company organized and existing under the laws of the State of Nevada and authorized to conduct business in the State of Florida (the "Company"), for and in consideration of the sum of One Dollar (\$1.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, by these presents does grant, convey, assign, transfer and set over unto NICLAS X. KIRCHBERGER, having an address of 1810 El Jobean Road, Suite 5, Port Charlotte, Florida 33948 ("Assignee"), and the heirs, administrators, successors and assigns of Assignee, all of the Assignor's right, title and interest as a Member of said Company, consisting of One Hundred Percent (100%) Membership Interest, in accordance with the Operating Agreement, as amended to date (the "Operating Agreement") pursuant to which the Company is constituted.

Such transfer meets the requirements of Sections 15.3 and 15.4 of the Operating Agreement, and the Assignee shall become a Substituted Member of the Company.

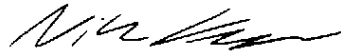
IN WITNESS WHEREOF, Assignor has executed this Assignment of Membership Interest in Limited Liability Company as of the 1 day of May, 2019.

  
\_\_\_\_\_  
Gabriel Kirchberger  
Assignor

### **JOINDER OF ASSIGNEE**

The Assignee hereby agrees to become a party to, to be bound by and to comply in full with the provisions of the Operating Agreement of the Company (the "Operating Agreement"), in the same manner as if the undersigned were an original signatory to the Operating Agreement. The Assignee hereby accepts the authority, title and interest of a Substitute Member.

IN WITNESS WHEREOF, Assignee has executed this Joinder as of the 1 day of  
May, 2019.



Nicklas X. Kirchberger  
Assignee

### **CONSENT OF MEMBERS**

The undersigned, constituting the holders of One Hundred Percent (100%) of the Membership Interest of the Company, MOONSTONE HOLDINGS, LLC., pursuant to Section 15.2 of the Operating Agreement, hereby waive their right of first refusal, consent to the within Assignment of Membership Interest in Limited Liability Company and agree to all of the terms and conditions set forth therein, and hereby agree to admit the Assignee named in such Assignment as a Member of the Company holding One Hundred Percent (100%) membership interest in the Company, all as of May 1, 2019.





**UNANIMOUS RESOLUTION  
OF THE MEMBERS OF  
MOONSTONE HOLDINGS, LLC.**

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I hereby certify that I am the owner of One Hundred Percent (100%) of the Membership Interests of **MOONSTONE HOLDINGS, LLC**, a Nevada limited liability company (the "Company"); that the Company is a Company organized and existing under the laws of the State of Nevada; that the following copy is a true and correct copy of resolutions duly adopted by unanimous decision of the Members on May 1, 2019; that said meeting was duly authorized by the Operating Agreement of said Company; that the actions taken at such meeting and reflected in said resolutions are authorized by the Operating Agreement of the Company; and that said resolutions are now in full force and effect and have not been modified or amended.

NOW THEREFORE, IT IS HEREBY:

RESOLVED, that this Company through unanimous decision of its Members authorizes and appoints, and confirms and ratifies any prior authorization and appointment of NICLAS X. KIRCHBERGER, as Manager of the Company with full authority to manage the Company pursuant to the terms and conditions of the Operating Agreement and applicable law.

FURTHER RESOLVED, that Section 6.1 of Operating Agreement is hereby amended as follows:

"6.1 Manager.

"The Company shall be Manager managed, and shall be managed by a person retained for the purpose of serving as the Manager. Niclas X. Kirchberger is hereby appointed to be the person to serve as Manager (the "Manager"). The Manager may, but is not required to be, a Member. In the event more than one Manager shall be utilized for management, a Board of Managers shall be established for such purpose."

Signed and dated May 1, 2019

