

M14000002571

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



500285109105

04/29/16--01019--010 \*\*25.00

FILED  
2016 MAY 13 A 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAY 17 2015  
J. BRUCE



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 2, 2016

RICHARD S. JOHNSON, P.A.  
RICHARD S. JOHNSON, P.A.  
107 N PARTIN DRIVE  
NICEVILLE, FL 32578

SUBJECT: ELECTRUM CAPITAL LLC  
Ref. Number: M14000002571

We have received your document for ELECTRUM CAPITAL LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Deborah Bruce  
Regulatory Specialist II

Letter Number: 216A00009022

2016 MAY 13 A 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

DB  
**COVER  
LETTER**

**TO: Registration  
Section  
Division of  
Corporations**

**SUBJECT: Electrum Capital 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:

Richard S. Johnson P.A.

Name of Person

Richard S. Johnson P.A.

Firm/Company

107 N. Partin Drive

Address

Niceville FL 32578

City/State and Zip  
Code

richard@richardjohnsonlawfirm.com

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

For further information concerning this matter, please call:

Richard S. Johnson

850 279 6868

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)

2016 MAY 16 PM 1:38  
TALLAHASSEE FLORIDA

FILED  
2016 MAY 13 A 11:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**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: Electron Capital LLC

Enter new principal office address, if applicable:

(Principal office address

MUST BE A STREET ADDRESS)

6925 Hickory Park Drive  
Montgomery AL 36117

Enter new mailing address, if applicable:

(Mailing address

MAY BE A POST OFFICE BOX)

P.O. Box 681463  
Prasville AL 36068

2. The Florida document number of this limited liability company is: M14000002571

3. Jurisdiction of its organization: Alabama

4. Date authorized to do business in Florida: April 15 2014

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

5. New name of the limited liability company: Mimosa Capital LLC  
(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: Richard Johnson P.A.

New Registered Office Address: 107 N. Park Drive

Enter Florida Street Address

Niceville, Florida 32578  
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

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

N/A

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

N/A

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
------------------------	-------------	----------------	-----------------------

			<input type="checkbox"/> Add
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			<input type="checkbox"/> Remove
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			<input type="checkbox"/> Remove
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9. Attached is a certificate, if required: no more than 90 days old, evidencing the  
aforementioned amendment(s), duly authenticated by the official having custody of records in the  
jurisdiction under the law of which this entity is organized.

  
Signature of the authorized representative

Richard Johnson  
Typed or printed name of signee

Filing Fee: \$25.00

FILED  
2016 MAY 13 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Jim Bennett  
Secretary of State

P.O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

**I, Jim Bennett, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

**Mimosa Capital, LLC**

This name reservation is for the exclusive use of Thomas Johnson, 321 High Pointe Ridge, Prattville, AL 36066 for a period of one year beginning November 03, 2014 and expiring November 03, 2015



RES672312

**In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.**

November 03, 2014

Date

Jim Bennett

Secretary of State



STATE OF ALA.MONTGOMERY CO.  
I CERTIFY THIS INSTRUMENT WAS FILED ON  
CORP 00329 PG 0974-0978 2014 Nov 03 04:14PM  
STEVEN L. REED  
JUDGE OF PROBATE

INDEX  
REC FEE  
CERT  
CHECK TOTAL  
228052

\$5.00  
\$25.00  
\$0.00  
\$30.00

Clerk: #101 04:14PM

## STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY  
AMENDMENT TO FORMATION/ORGANIZATION

PURPOSE: In order to amend a Limited Liability Company's (LLC) Certificate of Formation/Articles of Organization under Section 10A-1-3.13 and 10A-5-2.03 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the LLC was initially formed/ incorporated.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fee to the Office of the Judge of Probate in the county where the LLC's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the Secretary of State for the state filing fee of \$50.00 for standard processing or \$150.00 if expedited processing within 3 business days of receipt by the Office of the Secretary of State is requested (10A-1-4.31) and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

(For County Probate Office Use Only)

**This form must be typed or laser printed.**

1. The name of the Limited Liability Company from the Certificate of Formation/Articles of Organization:

Electrum Capital LLC

2. The date the Certificate of Formation was filed in the county: 04 / 03 / 2014 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 307 - 016 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

Jan R. Ezell, Corporate Paralegal  
Alston & Bird LLP  
1201 West Peachtree Street  
Atlanta, GA 30309-3424

**DOMESTIC LIMITED LIABILITY COMPANY AMENDMENT**

4. The titles, dates, and places of filing of any previous Amendments: N/A

**Attach a listing if necessary.**

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State **must** be attached.]

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as a Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a)(2) to effect the change in the public records database.]

5. The following amendment was adopted on 10 / 17 / 2014 (format MM/DD/YYYY):

Article 1 of the Articles of Organization is deleted in its entirety and replaced with a new Article 1 to read as follows:

ARTICLE 1 - NAME

The name of the limited liability company (the "Limited Liability Company") is Mimosa Capital Fund, LLC.

☐ Additional Amendments and the dates on which they were adopted are attached.

6. The undersigned authorized signature certifies that the amendment or amendments have been approved in the manner required by Title 10A of the *Code of Alabama* of 1975 and the governing documents of this entity.

10 / 17 / 2014  
Date (MM/DD/YYYY)

  
Signature as required by 10A-5-2.04

Thomas D. Johnson, Jr.  
Typed Name of Above Signature

Chief Executive Officer  
Typed Title/Capacity to Sign under 10A-5-2.04

**ACTION TAKEN BY UNANIMOUS WRITTEN CONSENT  
OF THE MEMBERS  
OF  
ELECTRUM CAPITAL LLC**

Acting by unanimous written consent pursuant to applicable provisions of Alabama law, the undersigned, being all of the members (the "Members") of Electrum Capital LLC, an Alabama limited liability company (the "Company"), waive notice of a meeting and consent to and adopt the following resolutions as the action of the Members in lieu of a meeting and direct that this written consent be delivered to the Company for filing with its records.

**Name Change**

WHEREAS, the Members desire to change the name of the Company to "Mimosa Capital Fund, LLC."

NOW, THEREFORE, BE IT RESOLVED, that the Articles of Organization of the Company shall be amended to change the name of the Company to "Mimosa Capital Fund, LLC;" and

FURTHER RESOLVED, that any manager of the Company is authorized and directed to execute and file an Amendment to the Articles of Organization with the Secretary of State of Alabama and such other documents and certificates as may be required or permitted under the applicable provisions of Alabama law.

**General Authority**

FURTHER RESOLVED, that any manager of the Company is authorized and directed to do and perform or cause to be done and performed, all such acts, deeds and things, to pay or cause to be paid, all fees, costs and expenses, and to make, execute and deliver or cause to be made, executed and delivered, all such agreements, undertakings, documents, instruments and certificates in the name and on behalf of the Company or otherwise as any such manager deems necessary or desirable in order to effectuate or carry out fully and expeditiously the purpose and intent of each and all of the foregoing resolutions; and

FURTHER RESOLVED, that the authority given in these resolutions is retroactive and any and all acts authorized herein performed before the passage of these resolutions are ratified and affirmed.

*[Signatures on following page]*

**STATE OF ALABAMA****DOMESTIC LIMITED LIABILITY COMPANY  
AMENDMENT TO FORMATION/ORGANIZATION**

**PURPOSE:** In order to amend a Limited Liability Company's (LLC) Certificate of Formation/Articles of Organization under Section 10A-1-3.13 and 10A-5-2.03 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the LLC was initially formed/ incorporated.

**INSTRUCTIONS:** Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fee to the Office of the Judge of Probate in the county where the LLC's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$50.00 for standard processing or \$150.00 if expedited processing within 3 business days of receipt by the Office of the Secretary of State is requested (10A-1-4.31)** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

(For County Probate Office Use Only)

**This form must be typed or laser printed.**

1. The name of the Limited Liability Company from the Certificate of Formation/Articles of Organization:

Mimosa Capital Fund, LLC

2. The date the Certificate of Formation was filed in the county: 04 / 03 / 2014 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 307 - 016 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

Jan R. Ezell, Corporate Paralegal  
Alston & Bird LLP  
1201 West Peachtree Street  
Atlanta, GA 30309-3424

**DOMESTIC LIMITED LIABILITY COMPANY AMENDMENT**

4. The titles, dates, and places of filing of any previous Amendments: Articles of Amendment filed on 10/22/2014  
with Montgomery County Judge of Probate

**Attach a listing if necessary.**

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State must be attached.

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as a Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a)(2) to effect the change in the public records database.]

5. The following amendment was adopted on 11 / 03 / 2014 (format MM/DD/YYYY):

Article 1 of the Articles of Organization is deleted in its entirety and replaced with a new Article 1 to read as follows:

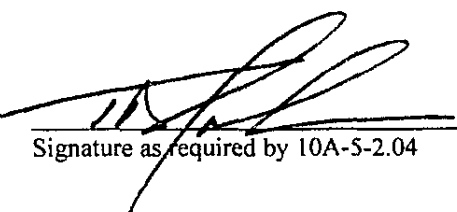
ARTICLE 1 - NAME

The name of the limited liability company (the "Limited Liability Company") is Mimosa Capital, LLC.

☐ Additional Amendments and the dates on which they were adopted are attached.

6. The undersigned authorized signature certifies that the amendment or amendments have been approved in the manner required by Title 10A of the *Code of Alabama of 1975* and the governing documents of this entity.

11 / 03 / 2014  
 Date (MM/DD/YYYY)

  
 Signature as required by 10A-5-2.04

Thomas D. Johnson, Jr.

Typed Name of Above Signature

Chief Executive Officer

Typed Title/Capacity to Sign under 10A-5-2.04

**ACTION TAKEN BY UNANIMOUS WRITTEN CONSENT  
OF THE MEMBERS  
OF  
MIMOSA CAPITAL FUND, LLC**

Acting by unanimous written consent pursuant to applicable provisions of Alabama law, the undersigned, being all of the members (the "Members") of Mimosa Capital Fund, LLC, an Alabama limited liability company (the "Company"), waive notice of a meeting and consent to and adopt the following resolutions as the action of the Members in lieu of a meeting and direct that this written consent be delivered to the Company for filing with its records.

**Name Change**

WHEREAS, the Members desire to change the name of the Company to "Mimosa Capital, LLC."

NOW, THEREFORE, BE IT RESOLVED, that the Articles of Organization of the Company shall be amended to change the name of the Company to "Mimosa Capital, LLC;" and

FURTHER RESOLVED, that any manager of the Company is authorized and directed to execute and file an Amendment to the Articles of Organization with the Secretary of State of Alabama and such other documents and certificates as may be required or permitted under the applicable provisions of Alabama law.

**General Authority**

FURTHER RESOLVED, that any manager of the Company is authorized and directed to do and perform or cause to be done and performed, all such acts, deeds and things, to pay or cause to be paid, all fees, costs and expenses, and to make, execute and deliver or cause to be made, executed and delivered, all such agreements, undertakings, documents, instruments and certificates in the name and on behalf of the Company or otherwise as any such manager deems necessary or desirable in order to effectuate or carry out fully and expeditiously the purpose and intent of each and all of the foregoing resolutions; and

FURTHER RESOLVED, that the authority given in these resolutions is retroactive and any and all acts authorized herein performed before the passage of these resolutions are ratified and affirmed.

*[Signatures on following page]*

IN WITNESS WHEREOF, the undersigned consent to the actions described in this written consent as of the 3<sup>rd</sup> day of November, 2014.

FE Investments, LLC

By: 

Name: Frank E. Evans

Title: Manager

iRose Ventures, LLC

By: 

Name: Thomas D. Johnson, Jr.

Title: Manager

IN WITNESS WHEREOF, the undersigned consent to the actions described in this written consent as of the 17<sup>th</sup> day of October, 2014.

FE Investments, LLC

By: [Signature]  
Name: FRANK E. EVANS  
Title: Manager

iRose Ventures, LLC

By: [Signature]  
Name: Thomas D. Johnson, Jr.  
Title: Manager

STATE OF ALA.  
MONTGOMERY CO.  
I CERTIFY THIS INSTRUMENT  
WAS FILED ON  
CORP 00329 PG 0561-0564 2014 Oct 17  
12:51PM  
STEVEN L. REED  
JUDGE OF PROBATE

INDEX	\$5.00
REC FEE	\$25.00
CERT	\$0.00
CHECK TOTAL	\$30.00
227018	Clerk: #103 12:52PM