

M18000008812

Florida Department of State
Division of Corporations
Electronic Filing (Cover Sheet)

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H21000059776 3)))



H210000597763ABC4

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : CAPITOL SERVICES, INC.
Account Number : 120160000017
Phone : (855) 498-5500
Fax Number : (800) 432-3622

2021 FEB 11 PM 4:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FL

2021 FEB 12 AM 10:19

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN UNIPHARMA, LLC

***PLEASE PROVIDE THE
ORIGINAL SUBMISSION
DATE OF 2/11/2021***

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$55.00

45
2/18/21



February 12, 2021

FLORIDA DEPARTMENT OF STATE
Division of Corporations

UNIPHARMA, LLC
10200 NW 67TH ST
TAMARAC, FL 33321US

SUBJECT: UNIPHARMA, LLC
REF: M18000008812

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

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.

Tracy L Lemieux
Regulatory Specialist II

FAX Aud. #: H21000059776
Letter Number: 321A00003151

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Unipharma, I.L.C.

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:

Neil F. Luria, Chief Restructuring Officer

Name of Person

Firm/Company

425 West New England Avenue, Suite 300

Address

Winter Park, Florida 32789

City/State and Zip Code

nluria@soliccapital.com

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

For further information concerning this matter, please call:

Marlene Duarte

at (305) 714-4361

Name of Person

Area Code & Daytime Telephone Number

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

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

FILED
2021 FEB 11 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FL

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: Unipharma, I.I.C

Enter new principal office address, if applicable: 425 West New England Avenue, Suite 300

(Principal office address

MUST BE A STREET ADDRESS)

Winter Park, Florida 32789

Attn: Neil F. Luria, Chief Restructuring Officer

Enter new mailing address, if applicable:

(Mailing address

MAY BE A POST OFFICE BOX)

425 West New England Avenue, Suite 300

Winter Park, Florida 32789

Attn: Neil F. Luria, Chief Restructuring Officer

2. The Florida document number of this limited liability company is: M18000008812

3. Jurisdiction of its organization: Delaware

4. Date authorized to do business in Florida: September 25, 2018

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

5. New name of the limited liability company: UP Winddown 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: CAPITOL CORPORATE SERVICES, INC.

New Registered Office Address: 515 E PARK AVE, 2ND FLOOR

Enter Florida Street Address

TALLAHASSEE

City

Florida 32301

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.

Kim Tadlock, Asst. Sec. on behalf
of Capitol Corporate Services, Inc.

If Changing Registered Agent, Signature of New Registered Agent

FILED

2021 FEB 11 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FL

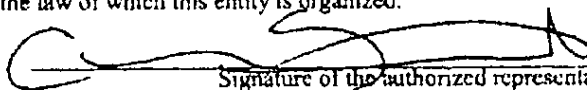
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

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

Remove Reinaldo Santamarta as Manager and replace with Charles Sweet as Manager.

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGR	CHARLES SWEET	1020 Holland Drive, Suite 114	<input checked="" type="checkbox"/> Add
		Boca Raton, Florida 33487	<input type="checkbox"/> Remove
MGR	REINALDO SANTAMARTA	10200 NW 67th Street	<input type="checkbox"/> Add
		TAMARAC, FL 33321	<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

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

Charles Sweet, Manager

Typed or printed name of signer

Filing Fee: \$25.00

FILED

2021 FEB 11 PM 4:48

SECRETARY OF STATE
TALLAHASSEE, FL

Delaware

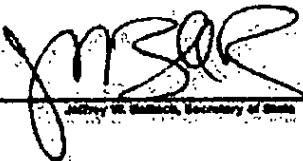
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF AMENDMENT OF "UNIPHARMA, LLC",
CHANGING ITS NAME FROM "UNIPHARMA, LLC" TO "UP WINDDOWN LLC",
FILED IN THIS OFFICE ON THE ELEVENTH DAY OF FEBRUARY, A.D.
2021, AT 4:46 O'CLOCK P.M.

FILED
2021 FEB 11 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FL




Jeffrey W. Bullock, Secretary of State

7066194 8100
SR# 20210425811

Authentication: 202495900
Date: 02-11-21

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:46 PM 02/11/2021
FILED 04:46 PM 02/11/2021
SR 20210425811 - File Number 7066194

**AMENDMENT TO CERTIFICATE OF FORMATION
OF
UNIPHARMA, LLC**

1. Name of limited liability company is Unipharma, LLC (the "Company").
2. The Certificate of Formation of the Company is hereby amended as follows:

The name of the limited liability company is hereby changed to UP Winddown LLC.

IN WITNESS WHEREOF, the undersigned have executed this Amendment to Certificate of Formation of the Company as of February 11, 2021.

By 

Name: Charles Sweet, Manager

SECRETARY OF STATE
TALLAHASSEE, FL

2021 FEB 11 PM 4:48

FILED