

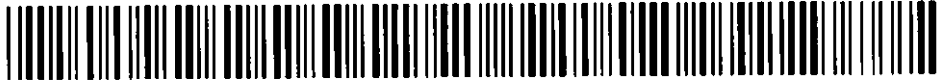
12/3/2020

Division of Corporations

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.**

(((H20000413794 3)))



H200004137943ABC/

**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 : HAHN LOESER & PARKS  
Account Number : I20070000069  
Phone : (239)254-2924  
Fax Number : (239)592-7716

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

Email Address: jseewald@hahnlaw.com

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
PROSPERRIAN TRUST LLC**

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$25.00

Electronic Filing Menu

Corporate Filing Menu

Help

45  
12/21/20  
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RECEIVED

2020 DEC 18 AM 10:46



Kelly L. Berry

Direct Phone: 216.274.2368

Direct Fax: 216.274.2547

Email: kberry@hahnlaw.com

December 18, 2020

Octavia Simmons  
Florida Department of State  
Division of Corporations  
Via Facsimile: 850-617-6383

**Re: Prosperrian Trust LLC**  
**Document No. M18000010440**  
**Fax Audit No. H20000413794**

Dear Ms. Simmons:

On December 3, 2020, we submitted via facsimile, an Application by Foreign Limited Liability Company to File Amendment to Certificate of Authority to Transact Business in Florida ("Amendment") for Prosperrian Trust LLC, a Nevada limited liability company, registered to do business in the state of Florida and assigned document number M18000010440. The reason for filing the Amendment is because Prosperrian Trust LLC changed its name to Prosperrian, LLC on October 22, 2020 by filing a Certificate of Amendment with the Nevada Secretary of State.

On December 4, 2020, we received a rejection letter, letter number 720A00024263, stating that our Amendment could not be accepted and identifying that a certified copy of the amendment with the name change old name and new name was required. We provided a certified copy of the Certificate of Amendment to Articles of Organization that was filed with the Nevada Secretary of State to change the name. The document contained an error. In paragraph 1, Prosperrian, LLC, the new name, was listed as the "name of entity as on file with the Nevada Secretary of State", rather than Prosperrian Trust LLC, the old name and the name of the entity when the name change was made. Because this document has been accepted and is on record with the Nevada Secretary of State, there is nothing that can be done to change it. The document was accepted with the error.

In order to demonstrate the name change we have obtained a Certificate of Existence with Status of Good Standing, which identifies the filing dates of the amendments, as well as a Certificate of Fact, which evidences the name change and date. I trust these additional documents will suffice. There is nothing else that we can provide to demonstrate the name change history for Prosperrian, LLC in the state of Nevada.

12340470.1

HAHN LOESER &amp; PARKS LLP attorneys at law

cleveland columbus naples fort myers san diego chicago

200 Public Square, Suite 2800 Cleveland, Ohio 44114 phone 216.621.0150 fax 216.241.2824 hahnlaw.com



December 18, 2020  
Page 2

Attached hereto please find the following documents:

1. Florida Department of State Letter Number 720A00024263;
2. Application by Foreign Limited Liability Company to File Amendment to Certificate of Authority to Transact Business in Florida;
3. Certified copy of the Certificate of Amendment filed with the Nevada Secretary of State;
4. Certificate of Existence with Status of Good Standing; and
5. Certificate of Fact.

Please contact me if you have any questions or would like to discuss further.

Sincerely,

A handwritten signature in cursive script that reads 'Kelly L. Berry'.

Kelly L. Berry  
Paralegal

KLB



December 4, 2020

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

PROSPERRIAN TRUST LLC  
9045 STRADA STELL COURT  
SUITE 500  
NAPLES, FL 34109

SUBJECT: PROSPERRIAN TRUST LLC  
REF: M18000010440

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

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

NEED A CERTIFIED COPY OF THE AMENDMENT WITH THE NAME CHANGE OLD NAME AND  
NEW NAME

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) 245-6050.

Octavia L Simmons FAX Aud. #: H20000413794  
Regulatory Specialist II Supervisor Letter Number: 720A00024263

# 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: Prosperrian Trust 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: M18000010440

3. Jurisdiction of its organization: Nevada

4. Date authorized to do business in Florida: 11/13/2018

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

5. New name of the limited liability company: Prosperrian, 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: \_\_\_\_\_

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

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

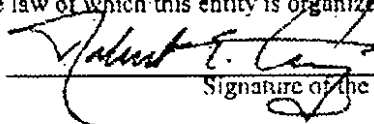
\_\_\_\_\_

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

\_\_\_\_\_

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
Treasurer	Tammy Ambrose	9045 Strada Stell Court, Suite 500	<input checked="" type="checkbox"/> Add
		Naples, FL 34109	<input type="checkbox"/> Remove
Secretary	Lance N. McKenzie	9045 Strada Stell Court, Suite 500	<input checked="" type="checkbox"/> Add
		Naples, FL 34109	<input type="checkbox"/> Remove
AR	Tammy Rowe	9045 Strada Stell Court, Suite 500	<input checked="" type="checkbox"/> Add
		Naples, FL 34109	<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  
 Robert E. Armstrong

\_\_\_\_\_  
 Typed or printed name of signer

Filing Fee: \$25.00

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

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

**STATE OF NEVADA****OFFICE OF THE  
SECRETARY OF STATE**

*Commercial Recordings Division*  
202 N. Carson Street  
Carson City, NV 89701  
Telephone (775) 684-5708  
Fax (775) 684-7138  
North Las Vegas City Hall  
2250 Las Vegas Blvd North, Suite 400  
North Las Vegas, NV 89030  
Telephone (702) 486-2880  
Fax (702) 486-2888

**Certified Copy**

11/16/2020 09:08:18 AM

Work Order Number: W2020111600219 - 941299  
Reference Number: 20201042951  
Through Date: 11/16/2020 09:08:18 AM  
Corporate Name: Prosperrian, LLC

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number	Description	Number of Pages
20200994863	Amendment to Articles of Organization - 10/22/2020	5



Certified By: Electronically Certified  
Certificate Number: B202011161213855  
You may verify this certificate  
online at <http://www.nvsos.gov>

Respectfully,

A handwritten signature in cursive script that reads "Barbara K. Cegavske".

BARBARA K. CEGAVSKE  
Nevada Secretary of State



**BARBARA K. CEGAUSKE**  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 (775) 684-5708  
 Website: [www.nvsos.gov](http://www.nvsos.gov)  
[www.nvsilverflume.gov](http://www.nvsilverflume.gov)

Filed in the Office of <i>Barbara K. Cegauske</i>	Business Number E0395872017-2
Secretary of State State Of Nevada	Filing Number 20200994863
	Filed On 10/22/2020 11:52:52 AM
	Number of Pages 5

**Limited-Liability Company:**  
**Certificate of Amendment** (PURSUANT TO NRS 86.216, 86.221 and 86.543)  
**Certificate to Accompany Restated Articles or Amended and**  
**Restated Articles** (PURSUANT TO NRS 86.221)

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

<b>1. Entity information:</b>	Name of entity as on file with the Nevada Secretary of State : <b>Prosperian, LLC</b> Entity or Nevada Business Identification Number (NVID) : <b>NV20171526349</b>
<b>2. Restated or Amended and Restated Articles</b> (Select one):  (If restating or amending and restating, complete section 1, 2 and 6.)	<input type="checkbox"/> <b>Certificate to Accompany Restated Articles or Amended and Restated Articles</b>  <input type="checkbox"/> Articles have been Restated  <input type="checkbox"/> Articles have been Amended and Restated  * Restated or Amended and Restated Articles must include with this filing type.
<b>3. Type of amendment filing being completed:</b> (Select only one box):  (If amending, complete section 1, 3, 5 and 6.)	<input type="checkbox"/> <b>Certificate of Amendment to Articles of Organization For a Nevada Limited-Liability Company Before Issuance of Member's Interest</b> (Pursuant to NRS 86.216)  The signers thereof are at least two-thirds of the <input type="checkbox"/> organizers or the <input type="checkbox"/> managers of the limited-liability company  As of the date of the certificate, no member's interest in the limited-liability company has been issued.  <input checked="" type="checkbox"/> <b>Certificate of Amendment to Articles of Organization For a Nevada Limited-Liability Company</b> (Pursuant to NRS 86.221)  The limited-liability company is managed by <input type="checkbox"/> Managers or <input type="checkbox"/> Members  The certificate of amendment must be signed by a manager of the company or, if management is not vested in a manager, by a member.  <input type="checkbox"/> <b>Amendment to Application for Registration of a Foreign Limited-Liability Company</b> (Pursuant to NRS Chapter 86)  Name of Foreign Limited-Liability Company if different than registered to transact business in Nevada:  If amendment is to change the name, the change taking effect: (select all that apply) <input type="checkbox"/> The name under which Limited-Liability Company transacts business in this State <input type="checkbox"/> Foreign Limited-Liability Company name from home jurisdiction





**BARBARA K. CEGAVSKE**  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 (775) 684-5708  
 Website: [www.nvsos.gov](http://www.nvsos.gov)  
[www.nvsilverflume.gov](http://www.nvsilverflume.gov)

**Limited-Liability Company:**  
**Certificate of Amendment** (PURSUANT TO NRS 86.216, 86.221 and 86.543)  
**Certificate to Accompany Restated Articles or Amended and**  
**Restated Articles** (PURSUANT TO NRS 86.221)

**4. Effective date and time:** (Optional)

Date: **10/22/2020**

Time:

(must not be later than 90 days after the certificate is filed)

**5. Information being changed:**

Changes to takes the following effect:

- ☒ The entity name has been amended.
- ☐ The registered agent has been changed. (attach Certificate of Acceptance from new registered agent)
- ☐ The purpose of the entity has been amended.
- ☐ The directors, managers or general partners have been amended.
- ☐ IRS tax language has been added.
- ☐ Articles have been added
- ☐ Articles have been deleted
- ☒ Other.

The articles have been amended as follows: (provide article numbers, if available)

**Article 1 is hereby amended, changing the name of the Company to Prosperrian, LLC.**

(attach additional page(s) if necessary)

**6. Signature:**  
 (Required)

**X Robert E. Armstrong**

**Manager**

Signature of Manager, Member or Authorized  
 Signer

Title

**Please include any required or optional information in space below:**  
 (attach additional page(s) if necessary)

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

**STATE OF NEVADA**

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

**OFFICE OF THE  
SECRETARY OF STATE**

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number E0395872017-2
Secretary of State State Of Nevada	Filing Number 20200994863
	Filed On 10/22/2020 11:52:52 AM
	Number of Pages 5

*North Las Vegas City Hall  
2250 Las Vegas Blvd North, Suite 400  
North Las Vegas, NV 89030  
Telephone (702) 486-2880  
Fax (702) 486-2888*

**Name Reservation - Filing Acknowledgement**

10/09/2020

**Work Order Item Number:** W2020100900565 - 874174  
**Filing Number:** 20200969465  
**Filing Type:** Name Reservation  
**Filing Date/Time:** 10/09/2020 10:56:21 AM  
**Filing Page(s):** 2  
**Entity Number:** E9694672020-7

**Indexed Entity Information:**

Name: Prosperrian, L.L.C

Reservation ID: NR20201009-06719

Name Reservation Expiration Date : 01/07/2021

N/A

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recording Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink that reads "Barbara K. Cegavske".

**BARBARA K. CEGAVSKE**  
Secretary of State

Page 1 of 1

**Commercial Recording Division**  
202 N. Carson Street  
Carson City, Nevada 89701-4201  
Telephone (775) 684-5708  
Fax (775) 684-7138



BARBARA K. CEGAVSKE  
Secretary of State  
202 North Carson Street  
Carson City, Nevada 89701-4201  
(775) 684-5708  
Website: [www.nvsos.gov](http://www.nvsos.gov)  
[www.nvsilverflume.gov](http://www.nvsilverflume.gov)

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number 69694672020-7
Secretary of State State Of Nevada	Filing Number 20200969465
	Filed On: 10/09/2020 10:56:21 AM
	Number of Pages 2

## Name - Reservation, Consent or Release

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT - SUBMIT THE FILING WITH A CUSTOMER ORDER INSTRUCTION FORM AND PAYMENT

### ☒ Name Reservation

This filing is used to Reserve an entity name to be used at a later date when filing formation or amendment documents, the name will be reserved for 90 days.

I, Robert E. Armstrong, hereby request the following name to be reserved for the period of 90 days: Prosperrlan, LLC

(Do not include a corporate ending)

#### Holder of the Reservation:

Robert E. Armstrong

Name

USA

Country

100 W. Liberty Street, 10th Floor

Business Address

Reno

City

NV

State

89501

Zip/Postal code

The above reservation must be accompanied by a \$25.00 filing fee. An additional \$25.00 required if requesting 24 hour expedited service.

### ☐ Name Consent or ☐ Name Reservation Release

Consent to allow another party to use an entity name already on file with the Secretary of State. Release the name Reservation to another party for use in filing formation or amendment documents. *Note: If submitting a Name Release or Name Consent the form will need to be notarized.*

I, \_\_\_\_\_, hereby give consent/release for the

The person who is the current holder of the entity name

entity name of \_\_\_\_\_

Entity name having consent or being released

to

for use.

The person the name is being released to

**Signed: X** \_\_\_\_\_

(document must be signed before a notary public)

Signature of current holder of name

State of \_\_\_\_\_

County of \_\_\_\_\_

This document was acknowledged before me on \_\_\_\_\_ by \_\_\_\_\_  
date name of person being notarized

\_\_\_\_\_  
Signature of notary public



BARBARA K. CEGAVSKE  
Secretary of State  
202 North Carson Street  
Carson City, Nevada 89701-4201  
(775) 684-5708  
Website: www.nvsos.gov  
www.nvsilverflume.gov

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number E9694672020-7
Secretary of State State Of Nevada	Filing Number 20200969465
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ABOVE SPACE IS FOR OFFICE USE ONLY

## Name - Reservation, Consent or Release

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT - SUBMIT THE FILING WITH A CUSTOMER ORDER INSTRUCTION FORM AND PAYMENT

### ☐ Name Reservation

This filing is used to Reserve an entity name to be used at a later date when filing formation or amendment documents, the name will be reserved for 90 days.

I, \_\_\_\_\_, hereby request the following name to be reserved for the period of 90 days: \_\_\_\_\_  
(Do not include a corporate ending)

Holder of the Reservation:

Name

Country

Address

City

State Zip/Postal Code

The above reservation must be accompanied by a \$25.00 filing fee. An additional \$50.00 required if requesting 24 hour expedited service.

### ☒ Name Consent or ☐ Name Reservation Release

Consent to allow another party to use an entity name already on file with the Secretary of State. Release the name Reservation to another party for use in filing formation or amendment documents. Note: If submitting a Name Release or Name Consent the form will need to be notarized.

I, Robert E. Armstrong, Manager of Prosperrian Trust, LLC, hereby give consent/release for the

The person who is the current holder of the entity name

entity name of Prosperrian, LLC

to

Entity name having consent or being released

Prosperrian, LLC

I for use.

The person the name is being released to

Signed: X

Signature of current holder of name

(document must be signed before a notary public)

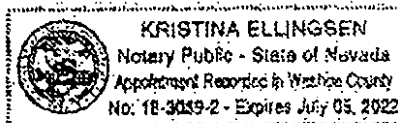
State of Nevada

County of Washoe

This document was acknowledged before me on 10/8/20 by Robert E. Armstrong  
date name of person being notarized

Kristina Ellingsen

Signature of notary public



## SECRETARY OF STATE

**CERTIFICATE OF EXISTENCE  
WITH STATUS IN GOOD STANDING**

I, BARBARA K. CEGAVSKE, the duly qualified and elected Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporations sole, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

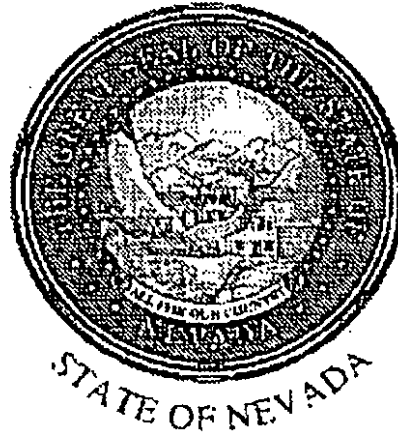
I further certify, that the following is a list of all organizational documents on file in this office for

PROSPERRIAN, LLC

Organizational Documents on File	Filing Date
Articles of Organization	08/18/2017
Amendment to Articles of Organization	10/05/2017
Amendment to Articles of Organization	10/22/2020

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, PROSPERRIAN, LLC, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since 08/18/2017, and is in good standing in this state.

# SECRETARY OF STATE



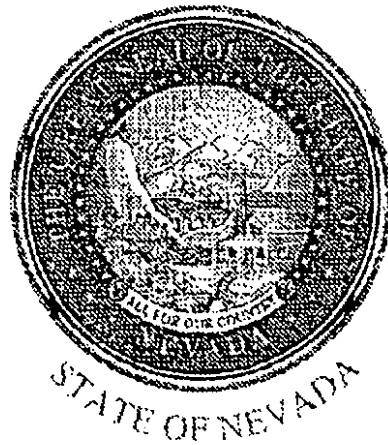
IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on 12/17/2020.

*Barbara K. Cegavske*

Barbara K. Cegavske  
Secretary of State

Certificate Number: B202012171285057  
You may verify this certificate  
online at <http://www.nvssos.gov/>

## SECRETARY OF STATE



## CERTIFICATE OF NAME CHANGE

I, BARBARA K. CEGAVSKE, the duly qualified and elected Nevada Secretary of State, do hereby certify that, on 10/22/2020, a **Amendment to Articles of Organization** changing the name **Prosperrian, LLC** was filed by PROSPERRIAN TRUST LLC. Said change of name has been made in accordance with the laws of the State of Nevada and that said Certificate of Amendment is now on file and of record in this office.

12/17/2020

8 PM 10:47



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on 12/17/2020.

BARBARA K. CEGAVSKE  
Secretary of State

Certificate Number: B202012171286047

You may verify this certificate  
online at <http://www.nvsos.gov>