

P130000 45914

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

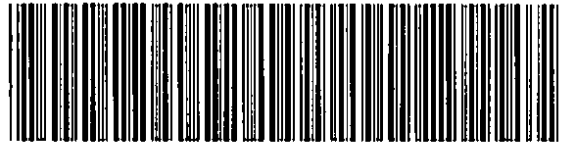
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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Amend

OCT 04 2020

1 ALDRICH

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: 30A Local Properties, Inc.

DOCUMENT NUMBER: P13000045914

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jack Emerick

Name of Contact Person

30A Local Properties, Inc.

Firm/ Company

35 Clayton Lane, Suite B

Address

Santa Rosa Beach, FL 32459

City/ State and Zip Code

jack@30alocal.com

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

For further information concerning this matter, please call:

Jack Emerick

Name of Contact Person

at (847)

354-1191

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

30A Local Properties, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

P13000045914

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent Watson Sewell, PL

5410 E. Co. Hwy., 30-A, Suite 201

(Florida street address)

New Registered Office Address: Seagrove Beach, Florida 32459

(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

Check if applicable

☐ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (e), F.S.

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u> </u> Change	<u>V</u>	<u>Michael B. Emerick</u>	<u>1231 County Rd. 283 South</u>
<u>X</u> <u> </u> Add			<u>Santa Rosa Beach, FL 32459</u>
<u> </u> Remove			
2) <u> </u> Change	<u>T</u>	<u>Christian E. Shaw</u>	<u>82 Patton Ave. Suite 700</u>
<u>X</u> <u> </u> Add			<u>Asheville, NC 28801</u>
<u> </u> Remove			
3) <u> </u> Change	<u>S</u>	<u>Andrew L. Hock</u>	<u>1231 County Rd. 283 South</u>
<u>X</u> <u> </u> Add			<u>Santa Rosa Beach, FL 32459</u>
<u> </u> Remove			
4) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
5) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
6) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			

E. If amending or adding additional Articles, enter change(s) here:

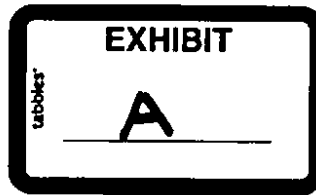
(Attach additional sheets, if necessary). (Be specific)

See Attached Exhibit A

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

N/A



**30A LOCAL PROPERTIES, INC., A FLORIDA CORPORATION
CORPORATE SHAREHOLDER ACKNOWLEDGEMENT**

This Corporate Shareholder Acknowledgement is made by and between the Corporate Shareholders of 30A Local Properties, Inc., a Florida corporation, Inc., herein after referred to as "the Company".

RECITALS

WHEREAS, the current Corporate Shareholders desire to issue **50 shares of Treasury Stock to 30A Group, LLC, a Delaware limited liability company**, which upon issuance would represent 50% of the outstanding Common Stock of the Company; and

WHEREAS, the Corporate Shareholders desire to confirm and ratify the ownership of outstanding Corporate Shares of the Company; and

NOW, THEREFORE, in consideration of the Corporate Shareholder Transfer Agreement, the performance thereof, and the mutual covenants set forth in this Acknowledgement, the parties acknowledge and ratify as follows:

SECTION 1. Corporate Shares owned by the Company's Corporate Shareholders is as follows:

SCHEDULE OF SHAREHOLDERS AND INTERESTS

	NAME OF SHAREHOLDER:	NUMBER OF SHARES:	OUTSTANDING STOCK OWNERSHIP PERCENTAGE:
COMMON STOCK:	Jack J. Emerick	25	50%
	Christian E. Shaw	25	50%
PREFERRED STOCK	N/A	N/A	N/A
TEASURY STOCK:	N/A	50	N/A
TOTAL	N/A	100	100%

This Schedule represents 100% of the stock of the Company (the "Corporate Shares").

SECTION 2. Representations and Warranties of the Members.

2.1 Ownership of Corporate Shares. The Corporate Shares of the Shareholders are duly authorized and are validly issued. The Shareholders owning said Corporate Shares hold good, valid, and indefeasible title, free and clear of any interests, security interests, claims, liens, pledges, options, penalties, charges, other encumbrances, buy-sell agreements, or rights of any party whatsoever. The above Schedule represents the current ownership shares of each Shareholder and the undersigned Shareholders ratify said ownership.

2.2 Survival of Representations and Warranties. Each of the representations and warranties in Section 2.1 shall survive until the expiration of all applicable statute of limitation periods.

SECTION 3. Miscellaneous.

3.1 Counterparts. This Acknowledgement may be executed in several counterparts, each of which shall be deemed to be an original and which together shall constitute one and the same instrument.

3.2 Controlling Law. This Acknowledgement has been entered into in the state of Florida and shall be governed by, construed, and enforced in accordance with the laws of Florida.

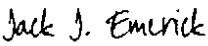
3.3 Attorneys' Fees. In the event a lawsuit is brought to enforce or interpret any part of this Acknowledgement or the rights or obligations of any party to this Acknowledgement, the prevailing party shall be entitled to recover such party's costs of suit and reasonable attorneys' fees, through all appeals.

3.4 Venue. Any litigation arising under this Acknowledgement shall be instituted only in Walton County, Florida. All parties agree that venue shall be proper in that county for all such legal or equitable proceedings.

3.5 Severability. Each section, subsection, and lesser section of this Acknowledgement constitute a separate and distinct undertaking, covenant, and/or provision. If any provision of this Acknowledgement shall be determined to be unlawful, such provision shall be deemed severed from this Acknowledgement, but every other provision of this Acknowledgement shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned Shareholders have executed this Acknowledgement as of the date first written above.

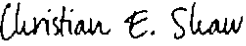
SHAREHOLDERS:

DocuSigned by:

ABAA502C096FA71

By: Jack J. Emerick

07/23/2020 | 4:37:13 PM CDT

Date and Time

DocuSigned by:

81241383026A404

By: Christian E. Shaw

07/23/2020 | 4:36:58 PM CDT

Date and Time

30A LOCAL PROPERTIES, INC., A FLORIDA CORPORATION

ASSIGNMENT OF STOCK

FOR VALUE RECEIVED, **30A Local Properties, Inc., a Florida corporation**, ("Transferor") hereby issue, sell, assign, transfer, and deliver to **30A Group, LLC, a Delaware limited liability company**, ("Transferee"), **Fifty (50) shares** of Common Stock of 30A Local Properties, Inc., a Florida corporation (the "Company"), held by Transferor. Transferor hereby irrevocably constitutes and appoints Watson Sewell, PL, Attorneys-at-Law, as Transferor's Attorney-in-Fact to transfer the interest to Transferee on the books and records of the Company.

COUNTERPARTS. This Assignment of Stock may be executed in any number of counterparts, each of which shall be enforceable, and all of which together shall constitute one assignment.

Notwithstanding, the parties acknowledge that it is their responsibility to provide said books and records of the Company to Watson Sewell, PL.

30A Local Properties, Inc., a Florida corporation

DocuSigned by:

Jack J. Emerick

ABA6602C09AF471

By: Jack J. Emerick, President and Director

07/23/2020 | 4:37:13 PM CDT

Date and Time

DocuSigned by:

Christian E. Shaw

B12413B3925A4D4

By: Christian E. Shaw, VP, Sec., Tres., Director

07/23/2020 | 4:36:58 PM CDT

Date and Time

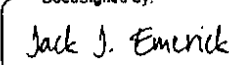
**STATEMENT OF CONSENT TO ACTION BY STOCKHOLDERS
OF
30A LOCAL PROPERTIES, INC., A FLORIDA CORPORATION**

The undersigned, Stockholders of **30A Local Properties, Inc., a Florida corporation** (the "Company"), consent to and take the following action in lieu of holding a meeting of the Stockholders of the company, to have the same effect as action taken at a duly called meeting of the Stockholders at which all Stockholders were present and voting:

The issuance of **Fifty (50) shares** of Common Stock, currently held by the Company as Treasury Stock, to **30A Group, LLC, a Delaware limited liability company**. Said **Fifty (50) shares** of Common Stock shall increase the number of outstanding Common Stock to 100 shares and represent a Fifty Percent (50%) ownership interest of the Company. Total number of shares of Stock is One Hundred (100), all of which shall, at this time, be outstanding.

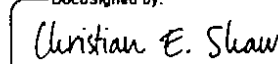
COUNTERPARTS. This Statement of Consent may be executed in any number of counterparts, each of which shall be enforceable, and all of which together shall constitute one agreement.

SHAREHOLDERS:

DocuSigned by:

By: Jack J. Emerick

07/23/2020 | 4:37:13 PM CDT

Date and Time

DocuSigned by:

By: Christian E. Shaw

07/23/2020 | 4:36:58 PM CDT

Date and Time

**FIRST AMENDMENT TO AMENDED AND RESTATED BY-LAWS OF
30A LOCAL PROPERTIES, INC. A FLORIDA CORPORATION**

This Amendment (the "Amendment ") to the Amended and Restated By-laws of 30A Local Properties, Inc., a Florida corporation (the "Company") is effective the date on which the last of the Stockholders executes this Amendment. This Amendment is entered into by and between all of the Stockholders of the Company (the "Stockholders").

WHEREAS, the Company was organized on May 23, 2013 as a Florida corporation; and

WHEREAS, the Stockholders previously entered into Amended and Restated By-laws (the "By-laws "); and

WHEREAS, the Stockholders are the owners of one-hundred percent (100%) of the outstanding stock (the "Outstanding Stock") of the Company; and

WHEREAS, the ownership of the Stock of the Company is presently held as follows:

	NAME OF SHAREHOLDER:	NUMBER OF SHARES:	OUTSTANDING STOCK OWNERSHIP PERCENTAGE:
COMMON STOCK:	Jack J. Emerick	25	50%
	Christian E. Shaw	25	50%
PREFERRED STOCK	N/A	N/A	N/A
TEASURY STOCK:	N/A	50	N/A
TOTAL	N/A	100	100%

WHEREAS, the Stockholders desire to issue 50 shares of Treasury Stock to 30A Group, LLC, a Delaware limited liability company, which upon issuance would represent 50% of the outstanding Common Stock of the Company; and

WHEREAS, the Stockholders desire to amend the By-laws to memorialize the foregoing.

NOW THEREFORE, for the mutual covenants and agreements found herein, which consideration is deemed adequate by all Stockholders, the Stockholders amend the Company's By-laws as follows:

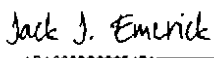
1. The Stockholders approve the issuance of 50 shares of Treasury Stock to 30A Group, LLC, a Delaware limited liability company.
2. The Company shall issue 50 shares of Treasury Stock to 30A Group, LLC, a Delaware limited liability company, which upon issuance will represent 50% of the outstanding Common Stock of the Company.
3. The the ownership of the outstanding Stock of the Company is hereby amended as follows:

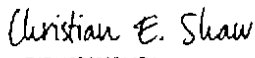
	NAME OF SHAREHOLDER:	NUMBER OF SHARES:	OUTSTANDING STOCK OWNERSHIP %:
COMMON STOCK:	Jack J. Emerick	25	25%
	Christian E. Shaw	25	25%
	30A Group, LLC, a Delaware limited liability company	50	50%
PREFERRED STOCK	N/A	N/A	N/A
TEASURY STOCK:	N/A	0	N/A
TOTAL	N/A	100	100%

Ratification of Original By-laws. Except as specifically amended herein, all of the terms, provisions, covenants, and conditions of the initial By-laws of the Company and any subsequent amendment thereto shall remain unmodified and in full force and effect as written and all Stockholders agree to be bound by the terms and conditions of the By-laws and this Amendment.

IN WITNESS WHEREOF, the undersigned Stockholders have entered into this Amendment to the By-laws of 30A Local Properties, Inc., a Florida corporation.

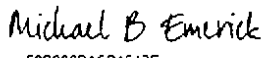
STOCKHOLDERS:

DocuSigned by:

 By: Jack J. Emerick
 07/23/2020 | 4:37:13 PM CDT
 Date and Time

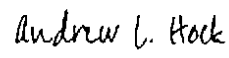
DocuSigned by:

 By: Christian E. Shaw
 07/23/2020 | 4:36:58 PM CDT
 Date and Time

30A GROUP, LLC, a Delaware limited liability company

BY: MJDE Management, LLC, a Delaware, limited liability company, its Manager

DocuSigned by:

 By: Michael B. Emerick
 Its: Manager
 07/23/2020 | 4:37:18 PM CDT
 Date and Time

BY: ALME Management, LLC, a Delaware, limited liability company, its Manager

DocuSigned by:

 By: Andrew L. Hock
 Its: Manager
 07/23/2020 | 6:24:27 PM CDT
 Date and Time

BILL OF SALE

1. PARTIES. The parties to this Bill of Sale are:

1. **30A Local Properties, Inc., a Florida corporation**, as Seller; and
2. **30A Group, LLC, a Delaware limited liability company**, as Buyer.

2. PERSONAL PROPERTY SOLD. For **\$75,000.00** and value received, Seller sells to Buyer, the following personal property:

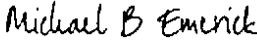
Fifty (50) shares of Common Stock in 30A Local Properties, Inc., a Florida corporation

4. WARRANTIES. Seller warrants to Buyer that Seller is the owner of the Personal Property Sold free from all encumbrances except as stated above; that Seller has good right and lawful authority to sell the Personal Property; and Seller warrants and will defend Buyer against the lawful claims and demands of all persons.

BUYER:

30A GROUP, LLC, a Delaware limited liability company

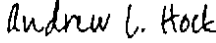
BY: **MJDE Management, LLC, a Delaware, limited liability company**, its Manager

DocuSigned by:

5088068A6C1843E
By: Michael B. Emerick
Its: Manager

07/23/2020 | 4:37:18 PM CDT

Date and Time

BY: **ALME Management, LLC, a Delaware, limited liability company**, its Manager

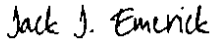
DocuSigned by:

FEED4FAA8FB346F
By: Andrew L. Hock
Its: Manager

07/23/2020 | 6:24:27 PM CDT

Date and Time


SELLER:

30A Local Properties, Inc., a Florida corporation

DocuSigned by:

ADA0002C030F471...
By: Jack J. Emerick, President and Director

07/23/2020 | 4:37:13 PM CDT

Date and Time

DocuSigned by:

B12413B39254404
By: Christian E. Shaw, VP, Sec., Tres., Director

07/23/2020 | 4:36:58 PM CDT

Date and Time



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Attached is a form for filing *Articles of Amendment* to amend the articles of incorporation of a *Florida Profit Corporation* pursuant to section 607.1006, Florida Statutes. This is a basic amendment form and may not satisfy all statutory requirements for amending.

A corporation can amend or add as many articles as necessary in one amendment.

- The original incorporators cannot be amended.
- If amending the name of the corporation, the new name must be distinguishable on the records of the Florida Department of State. A preliminary search for name availability can be made through the Division's website at www.sunbiz.org. You are responsible for any name infringement that may result from your corporate name selection.
- If amending the registered agent, the new agent must sign accepting the appointment and state that he/she is familiar with the obligations of the position.
- If amending/adding officers/directors, list titles and addresses for each officer/director.
- If amending from a general corporation to a professional corporation, the purpose (specific nature of business) must be amended or added if not contained in the articles of incorporation.

If a section is not being amended, enter N/A or Not Applicable.
The document must be typed or printed and must be legible.

Pursuant to section 607.0123, Florida Statutes, a delayed effective date may be specified but may not be later than the 90th day after the date on which the document is filed.

Filing Fee	\$35.00 (Includes a letter of acknowledgment)
Certified Copy (optional)	\$8.75
Certificate of Status (optional)	\$8.75

Send one check in the total amount made payable to the Florida Department of State.

Please include a letter containing your telephone number, return address and certification requirements, or complete the attached cover letter.

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

For further information you may call the Amendment Section at (850) 245-6050

07/23/2020

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

08/14/2020

Effective date if applicable: _____
(no more than 90 days after amendment file date)

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.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the incorporators, or board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____"
(voting group)

08/14/2020

Dated _____

Signature _____

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Jack Emerick

(Typed or printed name of person signing)

President

(Title of person signing)