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(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

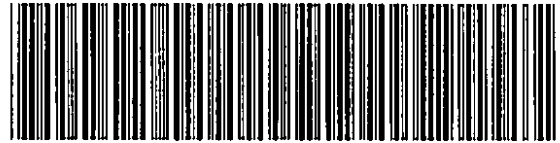
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2020 APR -8 PM 6:10
TALLMANSVILLE

APR 22 2020
C Kinsey



The Law Offices Of
George D. Perlman, P.A.

George D. Perlman	NY, FL	The Four Seasons Office Tower	Representative Office
Brett Bernstein, Associate	NY, FL	1441 Brickell Avenue Suite 1400	4 th Floor, 35 Piccadilly
Jennifer Haime, Associate	DC, FL	Miami, Florida 33131	London W1J 0LP, England
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		Fax: (305) 374-2650	Fax 011 44 207 851 0136

Of Counsel to Robert Allen Law
E-Mail: george@gplawintl.com

April 7, 2020

Sent via FedEx: 7700 6079 3188

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

Re: SM La Playa Holdings #1 and #2 Inc. Articles of Amendment
File: 100081.001

Dear Sir/Madam,

Please find enclosed the articles of amendment for SM La Playa Holdings #1 Inc. and SM La Playa Holding #2 Inc. together with two (2) checks each for \$43.75.

Should you have any questions or concerns regarding the above, please do not hesitate to contact me directly at ben@gplawintl.com or (305) 374-5646.

Kindest regards,



Benjamin Miller

BM: jc
Enclosure

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SM LA PLAYA HOLDINGS #2 INC.

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

George D. Perlman

Name of Contact Person

George D. Perlman, P.A.

Firm/ Company

1441 Brickell Avenue, Suite 1400

Address

Miami, FL 33131

City/ State and Zip Code

george@GPLawintl.com

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

2020 APR -8 PM 6:10

FILED

For further information concerning this matter, please call:

Benjamin Miller

at (305) 374-5646

Name of Contact Person

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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

SM LA PLAYA HOLDINGS #2 INC

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

(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:

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 _____

(Florida street address)

New Registered Office Address: _____, Florida _____
(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

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) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

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

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

Please see attached additional sheet amending Article IV

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)

October 1, 2018

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

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 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):*

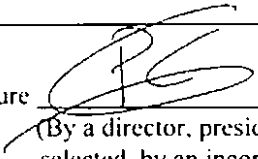
"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

March 1, 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)

Pablo Coll

(Typed or printed name of person signing)

Director

(Title of person signing)

Item E Attachment to
Articles of Amendment of
SM La Playa Holdings #2 Inc.

The text of Article IV of the Articles of Incorporation shall be deleted and replaced with the following:

The Corporation is authorized to issue the following number of common shares:

Class A Common Shares- One Thousand (1,000) shares; eight hundred thirty-three (833) votes each, with a par value of One and 00/100 Dollar (\$1.00) each.

Class B Common Shares- Ten Thousand (10,000) shares; one hundred (100) votes each with a par value of One and 00/100 (\$1.00) Dollar each.

Class C Common Shares- Two Million Shares (2,000,000); zero votes each share with a par value of One and 00/100 (\$1.00) Dollar each