

CAUSE NO. 26DCV0903

JONATHAN GARCIA, individually,	§	IN THE DISTRICT COURT OF
Plaintiff,	§	
	§	
v.	§	
	§	CHAMBERS COUNTY, TEXAS
SOPHIA FILFIL; PROVIDENCE	§	
TITLE COMPANY; and DAMAC	§	
INVESTMENTS, LLC,	§	
Nominal Defendant,	§	
Defendants.	§	344TH JUDICIAL DISTRICT

**PLAINTIFF JONATHAN GARCIA’S REPLY IN SUPPORT OF HIS EMERGENCY
MOTION TO RECONSIDER AND VACATE THE ORDER OF OCTOBER 1, 2026**

TO THE HONORABLE JUDGE OF SAID COURT:

Plaintiff Jonathan Garcia (“Garcia”), appearing pro se, files this reply to Defendant Sophia Filfil’s Response to his Emergency Motion to Reconsider (the “Response”), and respectfully shows:

Because the October 1 Order was signed about two hours after the Clerk accepted Garcia’s Response in Opposition to the Venue Motion, and does not refer to it, Garcia attaches a convenience copy of that Response as Exhibit A, and the two Secretary of State filings at the center of this dispute — the April 1, 2025 Certificate of Amendment adding Garcia as a member of Damac and the December 15, 2025 Certificate of Amendment removing him — as Exhibit B, and Damac’s March 5, 2026 public information report as Exhibit C.

I. MS. FILFIL CONCEDES THE TRANSFER CANNOT STAND

1. Ms. Filfil no longer defends the transfer. She asks the Court to “modify” the October 1 Order to abate only, and agrees that, if transfer is to be considered, the Court should “set the Venue Motion for hearing as required by Texas Rules of Civil Procedure Rule 87,” which “gives the forty-five day hearing.” (Response ¶¶ 4, 21.) The parties therefore agree that the portion of the October 1 Order transferring this case to Harris County was entered without the hearing Rule

87 requires and should be vacated. Garcia asks that the Court do so and confirm that the record will not be transmitted to Harris County.

II. ABATEMENT SHOULD BE DENIED

2. A plea in abatement based on dominant jurisdiction yields where the first plaintiff's conduct estops it from relying on its first-filed suit, where necessary parties cannot be joined, or where the first plaintiff lacks intent to prosecute. *Wyatt v. Shaw Plumbing Co.*, 760 S.W.2d 245, 248 (Tex. 1988). Ms. Filfil answers that the first suit can be amended to add Providence Title Company and the Granbury escrow. (Response ¶¶ 12, 16.) But the Harris plaintiffs have not amended; they have expressly disclaimed any claim relating to the Granbury purchase contract (Harris Pet. ¶¶ 9, 49), and Ms. Filfil now says that disclaimer “sharpens” the point that the only common issue is who may act for Damac. (Response ¶ 11.) That confirms the problem: the one thing this case protects — Damac's position in the Granbury escrow — is the one thing the Harris case has disowned. Abating this case would leave the escrow before no court at all.

3. The inequitable-conduct exception also applies. The Harris suit was brought in Damac's name by counsel retained by Ms. Filfil, on authority that rests entirely on a December 15, 2025 certificate of amendment that no member signed, and it was filed four days after Garcia gave written notice that her authority was disputed. Ms. Filfil calls the Harris suit the place to decide that very question (see Exhibit B) (Response ¶ 14), but a party cannot use a suit filed in another's name, on disputed authority, both to claim the right to decide that authority and to strip this Court of the power to protect the asset at stake in the meantime.

III. IF THE COURT ABATES, IT SHOULD PRESERVE THE ESCROW

4. If the Court concludes that abatement is required, Garcia asks that the abatement order not leave the Granbury escrow unprotected while the parties' dispute moves to Harris County, where no court has yet been asked to protect it. Specifically, Garcia asks that any order abating this case:

(a) make the vacatur of the Temporary Restraining Order effective fourteen days after the order is signed, so that Garcia may promptly apply to the Harris County court for protection of the Granbury escrow; and

(b) in the alternative, direct Providence Title Company — which is a party here and not in Harris County — to deposit any earnest money or other funds it holds for Damac in the Granbury transaction into the registry of this Court, or to hold them, and not close, fund, assign, or disburse the transaction, pending further order of a court of competent jurisdiction.

This relief decides nothing on the merits. It only keeps the property where it is until a court with jurisdiction over it can act.

IV. DAMAC’S APPEARANCE SHOULD NOT DECIDE WHO CONTROLS DAMAC

5. Ms. Filfil asks the Court to “confirm that Damac Investments, LLC may retain counsel and defend itself,” while stating that the request “adjudicates no question of membership, management, or authority.” (Response ¶¶ 3, 22.) Garcia does not oppose Damac being able to appear. But if Ms. Filfil alone selects Damac’s counsel and that counsel is Doré Rothberg Law — which represents Ms. Filfil individually here and the parties adverse to Garcia in Harris County — the Court would in substance be deciding that she controls Damac. Garcia asks that any provision allowing Damac to appear state expressly that it does not determine Damac’s membership, management, or authority; that Damac appear only through independent counsel who does not represent any other party; and that no person may, on the strength of that provision, execute any instrument affecting the Granbury transaction. In the alternative, Garcia’s pending application for a limited temporary receiver would allow Damac to appear through a neutral party.

V. MS. FILFIL’S “COMPANY AGREEMENT” CONTRADICTS THE PUBLIC RECORD AND HER OWN POSITIONS

6. Ms. Filfil says the Company Agreement is a merits question. (Response ¶ 18.) Garcia does not ask the Court to decide it now. But it is the only basis for her claim to control Damac — the claim on which she asks the Court to lift the restraint on the Granbury escrow and let her act for Damac — and it cannot be reconciled with the State’s records or with her own positions:

(a) The agreement is dated October 21, 2022 and lists Ms. Filfil as Damac’s sole (100%) member. If that were so, there would have been no need, on December 15, 2025, to file a certificate of amendment adding “Sophia Filfil, Title: Member.” (Exhibit B.)

(b) The agreement ignores the April 1, 2025 certificate of amendment adding “Member: JONATHAN GARCIA.” (Exhibit B.) Ms. Filfil now argues that “[a] certificate of amendment records what the members did.” (Response ¶ 19.) Taken at her word, the April 1, 2025 certificate records that Damac’s members admitted Garcia.

(c) Ms. Filfil says the agreement’s Exhibit A “identifies one member.” (Response ¶ 20.) Yet Damac’s Texas Franchise Tax Public Information Report filed March 5, 2026 named Ms. Filfil as “Manager” and listed Nick Herman as a current “Member.” (Exhibit C.) Mr. Herman died May 30, 2025.

(d) In Harris County her companies plead that she is Damac’s “sole member”; in this Court she calls herself Damac’s “only Manager of record”; and the agreement names “Beneficial Trust c/o Sophia Filfil” as manager and is signed by her only as “Chief Operating Officer,” an office the agreement does not create.

(e) Garcia never saw, signed, or received the agreement before it was filed in this Court on September 29, 2026. Its first appearance came only after this Court restrained Ms. Filfil from acting for Damac.

7. The Restraining Order does not prevent Ms. Filfil from testifying in her own name; it prevents her from acting for Damac. (Response ¶¶ 17, 23.) Garcia objects to the agreement and her affidavit for any purpose beyond the present motion. A document with these contradictions should not be the basis for releasing the Granbury escrow, or for letting her select Damac’s counsel, before a court decides who controls Damac.

VI. PRAYER

Garcia respectfully asks the Court to: (1) vacate the portion of the October 1, 2026 Order transferring this case, as Ms. Filfil now concedes, and confirm that the record will not be transmitted; (2) deny abatement; (3) in the alternative, if the Court abates, make the vacatur of the Temporary Restraining Order effective fourteen days after the order is signed and direct Providence Title Company to hold or deposit the Granbury escrow funds as described in Part III; (4) provide that any appearance by Damac does not determine its membership, management, or authority and is made through independent counsel; and (5) grant Garcia all other relief to which he is entitled.

Respectfully submitted,

/s/ Jonathan Garcia

JONATHAN GARCIA, pro se

[REDACTED]

[REDACTED]

Tel. [REDACTED]

Jon.garcia.a@gmail.com

PLAINTIFF

CERTIFICATE OF SERVICE

I certify that on October 2, 2026, a true and correct copy of this reply was served under Texas Rule of Civil Procedure 21a on Connor J. Smith, Doré Rothberg Law, P.C., csmith@dorelaw.com, counsel for Defendant Sophia Filfil, through the electronic filing manager, and on Providence Title Company by email to its escrow officer, Noel D. Wasson, nwasson@protitletx.com.

/s/ Jonathan Garcia

Jonathan Garcia

INDEX OF EXHIBITS

Exhibit A — Plaintiff’s Response in Opposition to Defendant Sophia Filfil’s Motion to Transfer Venue and Plea in Abatement, accepted October 1, 2026, 8:58 a.m. (convenience copy, without its exhibits)

Exhibit B — Certificates of Amendment, Damac Investments, LLC, filed April 1, 2025 (adding “Member: JONATHAN GARCIA”) and December 15, 2025

Exhibit C — Texas Franchise Tax Public Information Report, Damac Investments, LLC, filed March 5, 2026 (Ms. Filfil as “Manager”; Nick Herman as “Member”)

EXHIBIT A

Plaintiff's Response in Opposition to Motion to Transfer Venue and Plea in Abatement

Accepted by the District Clerk October 1, 2026, 8:58 a.m.

(convenience copy, without exhibits)

CAUSE NO. 26DCV0903

JONATHAN GARCIA, individually,	§	IN THE DISTRICT COURT OF
Plaintiff,	§	
	§	
v.	§	
	§	CHAMBERS COUNTY, TEXAS
SOPHIA FILFIL; PROVIDENCE	§	
TITLE COMPANY; and DAMAC	§	
INVESTMENTS, LLC,	§	
Nominal Defendant,	§	
Defendants.	§	344TH JUDICIAL DISTRICT

**PLAINTIFF JONATHAN GARCIA’S RESPONSE IN OPPOSITION TO DEFENDANT
SOPHIA FILFIL’S MOTION TO TRANSFER VENUE AND, SUBJECT THERETO,
PLEA IN ABATEMENT**

TO THE HONORABLE JUDGE OF SAID COURT:

Plaintiff Jonathan Garcia (“Garcia”), appearing pro se, files this response in opposition to Defendant Sophia Filfil’s Motion to Transfer Venue and, Subject Thereto, Plea in Abatement, filed September 29, 2026 (the “Motion”), and respectfully shows:

I. SUMMARY

1. The Motion should be denied in full. Venue is proper in Chambers County because Ms. Filfil resides here, at the very address her own Exhibit B lists for her. A “dominant jurisdiction” argument is not a ground to transfer venue. Abatement is also unwarranted: the Harris County plaintiffs expressly disclaimed any claim relating to the Granbury purchase contract that this Court’s Temporary Restraining Order protects, Providence Title Company is not a party there, and the Harris suit was filed in Damac’s name by a person whose authority is the very thing in dispute. Finally, Ms. Filfil’s new “Operating Agreement” (Motion Exh. B) contradicts the Texas Secretary of State’s records and her own sworn-to positions; it is the strongest reason this Court’s order should stay in place, not a reason to vacate it.

II. THE MOTION TO TRANSFER VENUE SHOULD BE DENIED

A. The Motion states no venue ground.

2. A motion to transfer venue must state that the county of suit is not a proper county and must state the legal and factual basis for the transfer. Tex. R. Civ. P. 86(3). The Motion does neither. It nowhere contends that Chambers County is an improper venue; its only argument is that a Harris County court acquired “dominant jurisdiction.” (Motion ¶¶ 1–17.) Dominant jurisdiction is a ground for abatement, not for transfer of venue, and the Motion cites no statute or rule that would authorize transferring this case to Harris County on that basis.

B. Venue is proper in Chambers County, so the case cannot be transferred.

3. Venue is proper in the county of a natural-person defendant’s residence at the time the cause of action accrued. Tex. Civ. Prac. & Rem. Code § 15.002(a)(2). Ms. Filfil resides at [REDACTED], [REDACTED], [REDACTED], in Chambers County, as Garcia pleaded in his Verified Petition. Ms. Filfil does not deny it. Her own Exhibit B lists her address as “[REDACTED] [REDACTED]” (Motion Exh. B, Exh. A thereto.) Venue facts properly pleaded are taken as true unless specifically denied, Tex. R. Civ. P. 87(3)(a), and none has been denied here.

4. If the county in which the plaintiff filed suit is a proper venue, the case may not be transferred, even if another county would also have been proper. *Wilson v. Tex. Parks & Wildlife Dep’t*, 886 S.W.2d 259, 261 (Tex. 1994). Because Chambers County is a proper venue, the Motion to Transfer must be denied.

III. THE PLEA IN ABATEMENT SHOULD BE DENIED

A. The suits are not inherently interrelated as to the Granbury transaction this Court’s order protects.

5. This Court’s Temporary Restraining Order of September 25, 2026 protects a specific contract and escrow: Damac’s purchase of the Granbury, Hood County property held at Providence Title Company. The Harris County plaintiffs expressly carved that transaction out of their suit: “The claims asserted in this Petition do not arise out of and do not relate to the Payment Agreement dated September 2, 2026 between Damac and Garcia, or to Damac’s purchase contract for the property at [REDACTED], Granbury, Hood County,

Texas. Damac expressly reserves, and does not assert here, any claim arising out of or relating to that agreement or that transaction.” (Harris Pet. ¶ 9; see id. ¶ 49; Exhibit 4.) Having disclaimed the Granbury transaction in Harris County, Ms. Filfil cannot use that suit to strip this Court of the power to protect it.

6. Providence Title Company, the escrow holder restrained by this Court’s order, is not a party to the Harris suit. Ms. Filfil’s suggestion that Garcia “is within his rights to file suit against it there” (Motion ¶ 16) concedes that no court but this one presently has Providence before it.

B. The recognized exceptions apply.

7. The first-filed rule yields where the first plaintiff’s inequitable conduct estops it from relying on its suit, where necessary parties cannot be joined, or where the first plaintiff lacks intent to prosecute. *Wyatt v. Shaw Plumbing Co.*, 760 S.W.2d 245, 248 (Tex. 1988); *In re Red Dot Bldg. Sys., Inc.*, 504 S.W.3d 320, 323 (Tex. 2016). The Harris suit was filed in Damac’s name, through counsel retained by Ms. Filfil, on the authority of a December 15, 2025 Certificate of Amendment that no member of Damac signed and that removed Garcia — a member of record since April 1, 2025 — and a deceased member, without their approval. (Exhibits 1–3.) It was filed by unverified petition, without affidavit, four days after Garcia gave written notice of his position, and it obtained an ex parte order. A party may not race to the courthouse in another’s name, on contested authority, and then invoke that filing to defeat the court where the authority question and the escrow are actually before the Court.

C. The plea is unverified and its key exhibit is unauthenticated.

8. The Motion rests on facts outside the record — including Ms. Filfil’s claimed status as Damac’s “only Manager of record” and the purported Operating Agreement — but it is supported by no affidavit or verification, and Exhibit B is not authenticated by anyone. The Court should not abate this action, or vacate its order, on unsworn assertions.

IV. MS. FILFIL’S “OPERATING AGREEMENT” CONTRADICTS THE PUBLIC RECORD

9. Exhibit B is styled an “Operating Agreement of DAMAC Investments, LLC ... executed as of October 21, 2022,” lists “Mrs. Sophia Filfil” as the 100% member, names “Beneficial Trust c/o Sophia Filfil” as the initial manager, and is signed only by Ms. Filfil as

“Chief Operating Officer.” (Motion Exh. B.) It cannot be reconciled with the Texas Secretary of State’s records or with Ms. Filfil’s own positions:

(a) If Ms. Filfil had been Damac’s 100% member since October 2022, there would have been no need, on December 15, 2025, to file a Certificate of Amendment adding “Sophia Filfil, Title: Member.” (Exhibit 2.)

(b) On April 1, 2025, a Certificate of Amendment was filed adding “Member: JONATHAN GARCIA.” (Exhibit 1.) Exhibit B does not mention it.

(c) On March 5, 2026, Damac’s public information report named Ms. Filfil as “Manager” and listed Nick Herman — who died May 30, 2025 — as a current member. (Exhibit 3.) Exhibit B lists no other member.

(d) In Harris County, Ms. Filfil’s companies plead that she is Damac’s “sole member” (Harris Pet. ¶¶ 4, 31); here she calls herself Damac’s “only Manager of record” (Motion ¶ 20), while her exhibit names a trust as manager and bears her signature only as “Chief Operating Officer,” an office the document does not create.

(e) Garcia never saw, signed, or received Exhibit B before it was filed in this Court on September 29, 2026.

10. These contradictions are precisely why this Court restrained Ms. Filfil from executing instruments in Damac’s name and from closing or assigning the Granbury transaction on her instruction. They are no basis to lift that protection.

V. THE REQUESTED MODIFICATION SHOULD BE DENIED

11. Ms. Filfil asks the Court to let her sign for Damac so that Damac may “prosecute its claims against Garcia.” (Motion ¶¶ 18–23.) Who may act for Damac is the question this Court is deciding; granting the modification would decide it in her favor before any hearing. If the Court concludes that Damac must be able to appear, Garcia asks that it do so only (a) through independent counsel approved by the Court, not through Doré Rothberg Law, P.C., which represents Ms. Filfil individually and the parties adverse to Garcia in Harris County, and (b) without any act assigning, closing, funding, or disbursing the Granbury transaction. In the alternative, Garcia has separately applied for the appointment of a limited temporary receiver for Damac, to be heard with his application for temporary injunction.

VI. PRAYER

Garcia respectfully asks the Court to deny the Motion to Transfer Venue; deny the Plea in Abatement; deny the request to vacate the Temporary Restraining Order signed September 25, 2026; deny the requested modification or, in the alternative, grant only the limited relief described in Part V, including, if the Court permits Damac to act, the relief requested in Garcia's separately filed application for a temporary receiver; set Garcia's application for temporary injunction for hearing; and grant Garcia all other relief to which he is entitled.

Respectfully submitted,

/s/ Jonathan Garcia

JONATHAN GARCIA, pro se

[REDACTED]

[REDACTED]

Tel. [REDACTED]

Jon.garcia.a@gmail.com

PLAINTIFF

UNSWORN DECLARATION

My name is Jonathan Garcia, my [REDACTED]
[REDACTED]

Plaintiff in this case. The facts stated in paragraphs 3, 5 through 7, and 9 of this response are within my personal knowledge or are shown by the documents described, and are true and correct. To my knowledge, Sophia Filfil resides at [REDACTED], [REDACTED] (Beach City), Texas [REDACTED], in Chambers County. I never saw, signed, or received the document attached as Exhibit B to her Motion before it was filed in this Court on September 29, 2026. Exhibits 1, 2, and 3 are true and correct copies of records of the Texas Secretary of State for Damac Investments, LLC. Exhibit 4 is a true and correct copy of pages of the Original Petition filed in Cause No. 2026-70357, as served on me. I declare under penalty of perjury that the foregoing is true and correct. Tex. Civ. Prac. & Rem. Code § 132.001.

Executed in Orange County, State of Florida, on the 30th day of September, 2026.

/s/ Jonathan Garcia
Jonathan Garcia, Declarant

CERTIFICATE OF SERVICE

I certify that on September 30, 2026, a true and correct copy of this response was served on all counsel of record through the electronic filing manager under Texas Rule of Civil Procedure 21a, including Connor J. Smith, Doré Rothberg Law, P.C., [REDACTED], Suite 700, [REDACTED], csmith@dorelaw.com, counsel for Defendant Sophia Filfil.

/s/ Jonathan Garcia
Jonathan Garcia

INDEX OF EXHIBITS

Exhibit 1 — Certificate of Amendment, Damac Investments, LLC, filed April 1, 2025 (Doc. No. 1465837290002), adding “Member: JONATHAN GARCIA”

Exhibit 2 — Certificate of Amendment, Damac Investments, LLC, filed December 15, 2025 (Doc. No. 1542200210003), adding Sophia Filfil and deleting Nick Herman and Jonathan Garcia

Exhibit 3 — Texas Franchise Tax Public Information Report, Damac Investments, LLC, filed March 5, 2026

Exhibit 4 — Excerpts of Plaintiffs’ Original Petition, Cause No. 2026-70357 (pages 1, 4, and 14–15), including ¶¶ 9 and 49

EXHIBIT B

Certificates of Amendment, Damac Investments, LLC
April 1, 2025 (adding “Member: JONATHAN GARCIA”) and December 15, 2025

EXHIBIT A

Certificate of Amendment, Damac Investments, LLC

Filed with the Texas Secretary of State April 1, 2025 (Document No. 1465837290002)

**Form 424
(Revised 05/11)**

Submit in duplicate to:
Secretary of State
P.O. Box 13697
[REDACTED]

FAX: 512/463-5709

Filing Fee: See instructions



This space reserved for office use.

Certificate of Amendment

Entity Information

The name of the filing entity is:

DAMAC INVESTMENTS LLC

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

☐ For-profit Corporation

☐ Professional Corporation

☐ Nonprofit Corporation

☐ Professional Limited Liability Company

☐ Cooperative Association

☐ Professional Association

☒ Limited Liability Company

☐ Limited Partnership

The file number issued to the filing entity by the secretary of state is: 804779451

The date of formation of the entity is: October 21, 2022

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:

Registered Agent
(Complete either A or B, but not both. Also complete C.)

☐ A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

☐ B. The registered agent is an individual resident of the state whose name is:

First Name

M.I.

Last Name

Suffix

The person executing this instrument affirms that the person designated as the new registered agent has consented to serve as registered agent.

C. The business address of the registered agent and the registered office address is:

Street Address (No P.O. Box)

City

TX

State Zip Code

3. Other Added, Altered, or Deleted Provisions

Other changes or additions to the certificate of formation may be made in the space provided below. If the space provided is insufficient, incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

☒ **Add** each of the following provisions to the certificate of formation. The identification or reference of the added provision and the full text are as follows:

Member: JONATHAN GARCIA [REDACTED] Suite 700 Houston, Texas 77084

☐ **Alter** each of the following provisions of the certificate of formation. The identification or reference of the altered provision and the full text of the provision as amended are as follows:

☐ **Delete** each of the provisions identified below from the certificate of formation.

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. ☒ This document becomes effective when the document is filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. ☐ This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
- The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: 04/01/2025

By: Registered Agents Inc.

Robin Jones
Signature of authorized person

Authorized Representative - Robin Jones on behalf of Registered Agents Inc.
Printed or typed name of authorized person (see instructions)

Print

Reset

EXHIBIT B

Certificate of Amendment, Damac Investments, LLC

Filed with the Texas Secretary of State December 15, 2025 (Document No. 1542200210003)

**Form 424
(Revised 05/11)**

Submit in duplicate to:
Secretary of State
P.O. Box 13697
[REDACTED]

FAX: 512/463-5709

Filing Fee: See instructions



This space reserved for office use.

Certificate of Amendment

Entity Information

The name of the filing entity is:

DAMAC INVESTMENTS LLC

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

☐ For-profit Corporation

☐ Professional Corporation

☐ Nonprofit Corporation

☐ Professional Limited Liability Company

☐ Cooperative Association

☐ Professional Association

☒ Limited Liability Company

☐ Limited Partnership

The file number issued to the filing entity by the secretary of state is: 804779451

The date of formation of the entity is: 10/21/2022

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:

Registered Agent
(Complete either A or B, but not both. Also complete C.)

☐ A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

☐ B. The registered agent is an individual resident of the state whose name is:

<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
-------------------	-------------	------------------	---------------

The person executing this instrument affirms that the person designated as the new registered agent has consented to serve as registered agent.

C. The business address of the registered agent and the registered office address is:

<i>Street Address (No P.O. Box)</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>
		TX	

3. Other Added, Altered, or Deleted Provisions

Other changes or additions to the certificate of formation may be made in the space provided below. If the space provided is insufficient, incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

☒ **Add** each of the following provisions to the certificate of formation. The identification or reference of the added provision and the full text are as follows:

Sophia Filfil

Title: Member

Address: 5900 BALCONES DRIVE STE 100

☐ **Alter** each of the following provisions of the certificate of formation. The identification or reference of the altered provision and the full text of the provision as amended are as follows:

☒ **Delete** each of the provisions identified below from the certificate of formation.

Nick Herman

&

Jonathan Garcia

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing (Select either A, B, or C.)

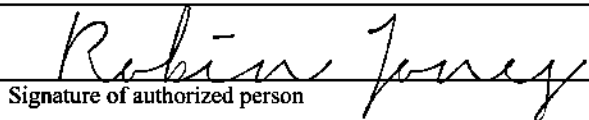
- A. ☒ This document becomes effective when the document is filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. ☐ This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
- The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: 12/15/2025

By: Registered Agents Inc.


Signature of authorized person

Authorized Representative - Robin Jones on behalf of Registered Agents Inc.

Printed or typed name of authorized person (see instructions)

Print

Reset

EXHIBIT C

Texas Franchise Tax Public Information Report — Damac Investments, LLC
Filed March 5, 2026 (Sophia Filfil, “Manager”; Nick Herman, “Member”)

EXHIBIT C

Texas Franchise Tax Public Information Report, Damac Investments, LLC

Filed March 5, 2026 (Document No. 1604392840001)



Comptroller of Public Accounts
FORM 05-102 (Rev. 9-11/30)

Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions

This report **MUST** be signed and filed to satisfy franchise tax requirements

■ Tcode 13196 Franchise

■ Taxpayer number

3 2 0 8 6 8 5 8 1 0 0

■ Report year

2 0 2 6

You have certain rights under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you.

Taxpayer name

DAMAC INVESTMENTS LLC

Mailing address

5900 BALCONES DR STE 100

Secretary of State (SOS) file number or
Comptroller file number

City

AUSTIN

State

TX

ZIP Code

78731

Plus 4

0804779451

○ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office

Principal place of business

Please sign below!

Officer, director and manager information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or managers change throughout the year.



3208685810026

SECTION A Name, title and mailing address of each officer, director or manager.

Name SOPHIA FILFIL	Title MANAGER	Director ☐ YES	Term expiration m m d d y y
Mailing address 5900 BALCONES DRIVE, STE 100	City AUSTIN	State TX	ZIP Code 78731
Name nick herman	Title Member	Director ☐ YES	Term expiration m m d d y y
Mailing address 5900 BALCONES DRIVE STE 100	City AUSTIN	State TX	ZIP Code 78731
Name	Title	Director ☐ YES	Term expiration m m d d y y
Mailing address	City	State	ZIP Code

SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership

SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of 10 percent or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
---	--------------------	-------------------------------	-------------------------

Registered agent and registered office currently on file. (see instructions if you need to make changes)

Agent: **REGISTERED AGENTS INC.**

○ Blacken circle if you need forms to change the registered agent or registered office information.

Office: **5900 BALCONES DRIVE STE 100**

City

AUSTIN

State

TX

ZIP Code

78731

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or manager and who is not currently employed by this, or a related, corporation or limited liability company.

sign here **Robin Jones**

Title

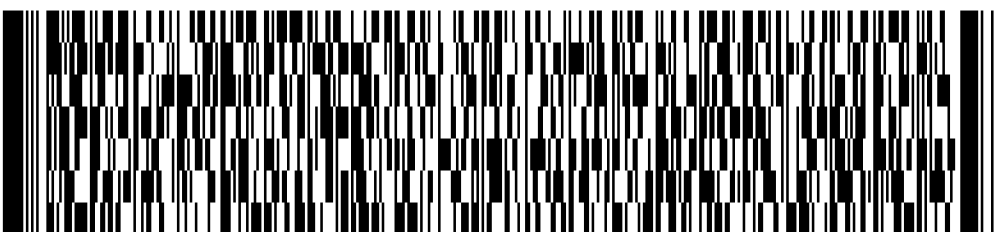
Electronic

Date

03-05-2026

Area code and phone number

Texas Comptroller Official Use Only



VE/DE	☐	PIR IND	☐
-------	-----------------------	---------	-----------------------

