

Ndb 000000 161

Florida Department of State
Division of Corporations
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BARRETT PLACE LLC

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DEC 18 2007



December 14, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BARRETT PLACE, LLC
529 EAST SOUTH TEMPLE
SALT LAKE CITY, UT 84102

SUBJECT: BARRETT PLACE, LLC
REF: M06000000161

SECRETARY OF STATE
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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.

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) 245-6097.

Marsha Thomas
Regulatory Specialist II

FAX Aud. #: H07000294666
Letter Number: 307A00070038

P.O. BOX 6327 - Tallahassee, Florida 32314

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: BARRETT PLACE, LLC
2. Jurisdiction of its organization: DELAWARE
3. Date authorized to do business in Florida: 1/10/2006

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? DECEMBER 5, 2007
5. New name of the limited liability company: PANAMA CITY LAND COMPANY, LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

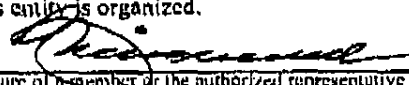
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C.," or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

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

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

9. Attached is an original certificate, 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 member or the authorized representative of a member

PATRICK D. BIENVENUE

Typed or printed name of signer

Filing Fee: \$25.00

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TALLAHASSEE, FLORIDA

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State of Delaware
Secretary of State
Division of Corporations
Delivered 12:38 PM 12/05/2007
FILED 12:37 PM 12/05/2007
SRV 071286526 - 4091258 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF FORMATION
OF
BARRETT PLACE, LLC**

It is hereby certified that:

1. The name of the limited liability company (hereinafter called the "LLC") is Barrett Place, LLC.
2. The certificate of formation of the LLC is hereby amended by striking out Article FIRST thereof and by substituting in lieu thereof the following:

"FIRST. The name of the limited liability company (hereinafter the "limited liability company") is Panama City Land Company, LLC."

Executed on December 5, 2007.

By: /s/Lawrence W. Pinnock
Lawrence W. Pinnock, Manager

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "BARRETT PLACE, LLC", CHANGING ITS NAME FROM "BARRETT PLACE, LLC" TO "PANAMA CITY LAND COMPANY, LLC", FILED IN THIS OFFICE ON THE FIFTH DAY OF DECEMBER, A.D. 2007, AT 12:37 O'CLOCK P.M.

FILED
07 DEC 07 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



4091258 8100

071326451

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6241254

DATE: 12-14-07