

From:

Division of Corporations

02/14/2007 12:56 #028 P.001/003

Page 1 of 1

Florida Department of State  
Division of Corporations  
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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN**

**215 BRAZILIAN HOLDING LLC**

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From:

02/14/2007 12:56 #028 P.002/003

850-205-0381

2/9/2007 9:42

PAGE 001/001

Florida Dept of State



February 9, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

215 BRAZILIAN HOLDING LLC  
215 BRAZILIAN AVE.  
PALM BEACH, FL 33480

SUBJECT: 215 BRAZILIAN HOLDING LLC  
REF: M07000000425

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

The street address has been changed. In order to change the managing members you have to submit a affidavit by foreign limited liability company. The document must state the name of the LLC, the state the entity was formed, and the names and addresses of managing members. This requires a signature of the managing member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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TALLAHASSEE, FLORIDA

From:

02/14/2007 12:56 #028 P.003/003

**AFFIDAVIT BY FOREIGN LIMITED LIABILITY COMPANY  
TO CHANGE MANAGER(S) OR MANAGING MEMBER(S)**

1. The name of the limited liability company as it appears on the records of the Florida Department of State is: 215 Brazilian Holding LLC

2. This entity was formed under the laws of: Delaware

3. This entity was authorized to transact business in Florida on 1/23/07  
and its Florida document/registration number is M07000000425

4. The name and address of each manager or managing member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

MGR

Name and Address:

Aby Rosen

c/o RFR Holding LLC

390 Park Avenue, 3rd FL, New York, NY 10022

MGR

Michael Fuchs

c/o RFR Holding LLC

390 Park Avenue, 3rd FL, New York, NY 10022

Required Signature:

/s/ Aby Rosen

(Signature of Manager, Managing Member or Member)

Aby Rosen, Manager

Filing Fee: \$25

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