

LU3000016023

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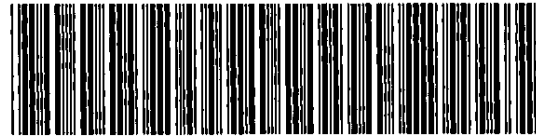
(Business Entity Name)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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08 JUL 25 AM 10:15

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

JUL 28 2008

EXAMINER

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: ASHLEY SMITH

DATE: 07-25-2008

REF. #: 000150.89999

CORP. NAME: BF PEARLS, LLC

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TALLAHASSEE, FLORIDA

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 526946 FOR \$ 25.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
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| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

**CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF**

BF PEARLS, LLC
a Florida limited liability company

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned Company adopts the following Certificate of Amendment to its Articles of Organization:

1. The name of the limited liability company is BF PEARLS, LLC (the "Company").
2. The Articles of Organization were filed on May 5, 2003, and assigned document number L03000016023.
3. The Amendments to the Articles of Organization set forth below were adopted pursuant to the terms of the Company Operating Agreement.
4. The Company's Articles of Organization are hereby amended as follows:

Article IV of the Company's Articles of Organization is here by added to read as, as follows:

Article IV - Management

The Company is to be managed by the mangers of the Company. The managers of the Company are:

Jose R. Boschetti
1200 Ponce De Leon Blvd., 1st Floor
Coral Gables, Florida 33134

Luis R. Boschetti
1200 Ponce De Leon Blvd., 1st Floor
Coral Gables, Florida 33134


5. Except as hereby amended, the Articles of Organization of the Company shall remain the same.

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IN WITNESS WHEREOF, the undersigned, consisting of the Managers of the Company, have executed this Certificate of Amendment as of July 24, 2008.

MANAGERS:



Jose R. Boschetti

Luis R. Boschetti