

W3000038815

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

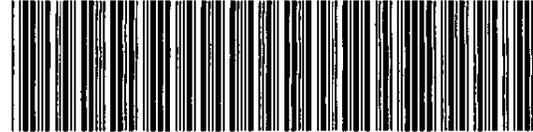
(Business Entity Name)

(Document Number)

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T. CLINE

SEP 16 2008

EXAMINER

**MIRIAM DE TORO, CPA, P.A.**  
**231 ALTARA AVENUE**  
**CORAL GABLES, FL 33146**  
**Telephone 305-448-1648**  
**Fax 305-448-3256**

# Memo

**To:** Rolly/Elaine  
**From:** Miriam de Toro  
**CC:**  
**Date:** 9/4/2008  
**Re:** RSB-1, Inc.

2600 Douglas Rd-7<sup>th</sup> Floor is the property that was acquired in the 1031 Exchange for the property at 7190 S.W. 87 Ave sold on 08/28/06.

To retain the 1031 Exchange election effective, the acquired property needed to be under the name of the same entity that made the election. In this case it is RB-XXX, LLC. For some reason the property was acquired under a new entity (RSB 1, Inc.) instead. At this point in order to maintain the 1031 status we need to continue reporting and filing the tax return under RB-XXX, LLC. The corporation RSB 1, Inc. will file a final inactive return for 2007.

What I propose is to amend the name of RB-XXX, LLC to RSB 1, LLC. This can easily be done by filing Articles of Amendment with the Department of State. The next step would be to file a quick claim deed changing ownership to RSB 1, LLC. This will prevent problems if and when the property is sold.

Since we are so close to the filing dateline, the tax returns for both entities are prepared. Please, let me know if you have any concerns.

Thank you,



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**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT: RB XXX, LLC**  
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Miriam de Toro  
(Name of Person)  
Miriam de Toro CPA, PA  
(Firm/Company)  
231 Altara Ave  
(Address)  
Coral Gables, FL 33146  
(City/State and Zip Code)

For further information concerning this matter, please call:

Miriam de Toro at ( 305 ) 44801648  
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FL 32301

Enclosed is a check for the following amount:

- \$25.00 Filing Fee
- \$30.00 Filing Fee & Certificate of Status
- \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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

RB XXX, LLC

(Name of the Limited Liability Company as it now appears on our records.)  
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 10/10/2003 and assigned Florida document number L03000038815.

This amendment is submitted to amend the following:

**A. If amending name, enter the new name of the limited liability company here:**

RSB I, LLC

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

**Enter new principal offices address, if applicable:**

(Principal office address MUST BE A STREET ADDRESS)

2600 DOUGLAS ROAD

SUITE 700

CORAL GABLES, FL 33143

**Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

2600 DOUGLAS ROAD

SUITE 700

CORAL GABLES, FL 33143

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**B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:**

Name of New Registered Agent: \_\_\_\_\_

New Registered Office Address: \_\_\_\_\_

*(Enter Florida street address)*

\_\_\_\_\_, Florida \_\_\_\_\_

*(City)*

*(Zip Code)*

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

\_\_\_\_\_  
(If Changing Registered Agent, Signature of New Registered Agent)

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager  
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
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		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	

D: If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

\_\_\_\_\_

\_\_\_\_\_

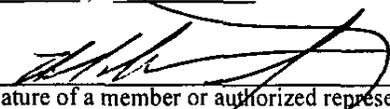
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Dated September 4, 2008

✓ 

\_\_\_\_\_  
Signature of a member or authorized representative of a member

\_\_\_\_\_  
Rolando Benitez  
Typed or printed name of signee