

Division of Corporations

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L030000039963

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LIMITED LIABILITY AMENDMENT

NEWLEAF II, LLC

Certificate of Status	1
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Page Count	03
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 10, 2004

NEWLEAF II, LLC
9041 NORTH LAKE DASHA DRIVE
PLANTATION, FL 33324

SUBJECT: NEWLEAF II, LLC
REF: L03000039963

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
NEWLEAF II, LLC**

Pursuant to the provisions of Section 608.411 of the Florida Statutes, **NEWLEAF II, LLC**, a Florida limited liability company (hereinafter, the "Limited Liability Company") adopts the following Articles of Amendment to its Articles of Organization:

FIRST: The name of the Limited Liability Company is **NEWLEAF II, LLC**.

SECOND: The date of filing of the Articles of Organization was October 17, 2003.

THIRD: The following amendment to the Articles of Organization was adopted by the Members of the Limited Liability Company on January 1, 2004.

FOURTH: Article I Name of the Articles of Organization of the Limited Liability Company is amended in its entirety as follows:

"ARTICLE I

NAME

The name of the limited liability company is **BAP NEWLEAF, LLC** (the "Company").

FIFTH: Article II Address of the Articles of Organization of the Limited Liability Company is amended in its entirety as follows:

"ARTICLE II

ADDRESS

The principal office and mailing address of the Company is 2601 S. Bayshore Dr., Suite 1000, Miami, FL 33133."

SIXTH: Article III Registered Agent and Office of the Articles of Organization of the Limited Liability Company is amended in its entirety as follows:

"ARTICLE III

REGISTERED AGENT AND ADDRESS

The Company designates 2601 S. Bayshore Dr., Suite 1000, Miami, Florida 33133 as the street address of the registered office of the Company and names BAP Fort Myers, LLC as the Company's registered agent at that address to accept service of process within this state."


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SEVENTH: The foregoing amendment was adopted by the sole Member of the Limited Liability Company effective as of January 1, 2004.

Signed and dated this 1st day of January, 2004.

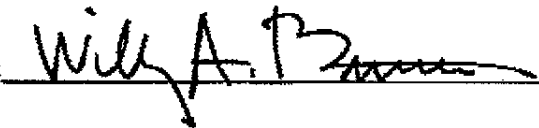
NEWLEAF I, LLC,
a Florida limited liability company

By: 
Name: BRIAN FENSTER
Title: MANAGER

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for BAP NEWLEAF, II, LLC, a Florida limited liability company, to accept service of process at the place designated in these Amended Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 1st day of January, 2004.

BAP FORT MYERS, LLC,
a Florida limited liability company

By: 

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TALLAHASSEE, FLORIDA

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