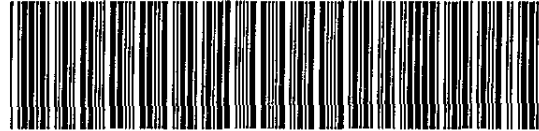


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G. CARLTON MARLOWE, P.A.
Attorney at Law

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TALLAHASSEE, FLORIDA 32310
TELEPHONE (904) 498-2532

February 4, 2004

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Bentley Properties No. 2, LLC

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Amendment to Articles of Organization changing the name of the above-captioned limited liability company. The copy has been subscribed and acknowledged in the same manner as the original.

Please endorse your approval of these Articles on the duplicate copy, certify, and return to me at the above office address.

A check in the amount of \$55.00 is attached to cover the costs as follows:

Filing fee	\$25.00
Certified copy of Articles	<u>30.00</u>
TOTAL	<u>\$55.00</u>

Sincerely,
G. CARLTON MARLOWE, P.A.

G. Carlton Marlowe

G. Carlton Marlowe, Esq.

GCM/kb
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

BENTLEY PROPERTIES NO. 2, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was December 29, 2003.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

Article I of the Articles of Organization is hereby amended to read as follows:

The name of the limited liability company shall be BENTLEY REALTY GROUP, LLC, and its principal office shall be located at 701 E. Commercial Boulevard, Suite 100, Ft. Lauderdale, Florida 33334, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address is 701 E. Commercial Boulevard, Suite 100, Ft. Lauderdale, Florida 33334.

Dated February 4, 2004.

G. Carlton Marlowe
Signature of a member or authorized representative of a member

G. Carlton Marlowe, Managing Member
Typed or printed name of signee