

W040000017740

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(Business Entity Name)

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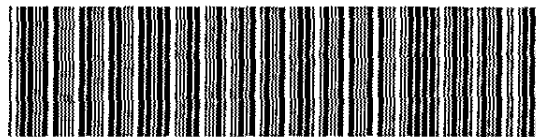
Special Instructions to Filing Officer:

4/23 name change

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COHEN. NORRIS. SCHERER WEINBERGER & WOLMER

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OF COUNSEL

RICHARD S. RACHLIN, P.A.

RICHARD S. RACHLIN*

*Board Certified Civil Trial Attorney

April 20, 2004

*Of Counsel

**Board Certified Civil Trial Attorney

***Board Certified Business Transactions Attorney

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **Second Amendment to Articles of Organization**
BRG REALTY GROUP, LLC
Our File No. 10031.002

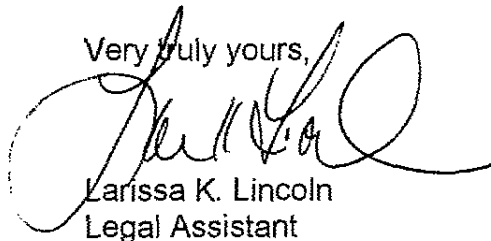
Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Second Amendment to the Articles of Organization for the above referenced entity. The entity is amending its name to **BRG HOLDINGS, LLC**.

A check in the amount of \$65.00 is enclosed in payment of the cost of filing and certified copy of the amendment.

Your assistance in this matter is greatly appreciated.

Very truly yours,



Larissa K. Lincoln
Legal Assistant

secamnBRGRealtyGrp.ltr
enclosures

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 29, 2004

LARISSA K. LINCOLN
COHEN, NORRIS, SCHERER, WEINBERGER & WOL
P.O. BOX 13146
NORTH PALM BEACH, FL 33408-7146

SUBJECT: NORTH COUNTY PROPERTIES, LLC
Ref. Number: L04000017740

We have received your document for NORTH COUNTY PROPERTIES, LLC and your check(s) totaling \$65.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

This entity previously changed it's name to NORTH COUNTY PROPERTIES, LLC. The amendment must reflect the name currently on our records, please correct the amendment and return for processing.

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

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 304A00029085

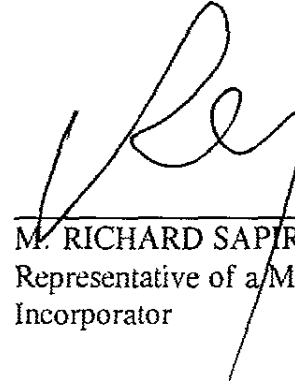
**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
NORTH COUNTY PROPERTIES, LLC**

1. The date of filing of the articles of organization was March 11, 2004.
2. The following second amendment to the articles of organization was adopted by the limited liability company:

The name of the limited liability company shall be:

BRG HOLDINGS, LLC

Executed this 25th day of May, 2004.



M. RICHARD SAPIR, Authorized
Representative of a Member
Incorporator

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04 APR 23 AM 11:06
NOTARY PUBLIC
STATE OF CALIFORNIA