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Account Number : I19980000010
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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION OF
CAPITAL MEZZANINE GROUP, LLC,
a Florida limited liability company**

Pursuant to the provisions of the Florida Limited Liability Company Act, the Articles of Organization of CAPITAL MEZZANINE GROUP, LLC, a Florida limited liability company (hereinafter referred to as the "Company") are amended as follows:

The First Article is deleted in its entirety and the following text is inserted:

"ARTICLE I Name

The name of the Company is: **BERNSTEIN PRIVATE FUNDS, LLC**".

The filing date of the Articles of Organization of the Company was July 29, 2004, under Document No. L04000056430.

In accordance with Section 608.411 of the Florida Limited Liability Company Act, this amendment shall be effective upon its filing with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned Manager of the Company has executed these Articles of Amendment on January 24, 2007.



Bruce A. Bernstein, Manager

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