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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BROOKSTONE CAPITAL MANAGEMENT, 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:

Jeffrey M. Lasman, Esq.
(Name of Person)

Lasman Law Firm, P.A.
(Firm/Company)

6152 Delancey Station Street
(Address)

Riverview, Florida 33569
(City/State and Zip Code)

For further information concerning this matter, please call:

Jeffrey M. Lasman at (813) 681-7725
(Name of Person) (Area Code & Daytime Telephone Number)

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)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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

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 2005 JUN -3 P 1:30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA



June 2, 2005

Department of State
Registration Section
Division of Corporations
409 E.Gaines Street
Tallahassee, FL 32399

Re: Brookstone Capital Management, LLC

To Whom It May Concern:

Enclosed please find Transmittal Letter, Articles of Amendment to Articles of Organization of Brookstone Capital Management, LLC and check in the amount of \$25.00 representing the filing fee for same.

Once the amendment has been filed please provide me with a letter of acknowledgment.

Thank you for your assistance in this matter.

Sincerely,

ANTONY L. TURBEVILLE

ALT;cam
Enclosures
Via FEDEX Delivery

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Estate & Nursing Home Liquidity Planning
Asset Protection Planning
Income & Estate Tax Reduction Planning
Investment Planning

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

BROOKSTONE CAPITAL MANAGEMENT, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on September 28, 2004 and assigned document number L04000070429.

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

ARTICLE IV - MANAGEMENT: The Limited Liability Company is to be managed by the member. The name and address of the managing member is:

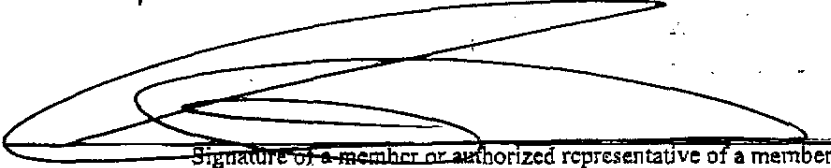
ANTONY L. TURBEVILLE
520 South Florida Avenue
Lakeland, Florida 33801

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Dated

06/02/2005


Signature of a member or authorized representative of a member

Antony L. Turbeville

Typed or printed name of signer

Filing Fee: \$25.00