

2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L05000005746

Entity Name: BCRE ELEMENT, LLC

FILED
May 04, 2009
Secretary of State

Current Principal Place of Business:

% MARATHON REAL ESTATE OPPORTUNITY FUND, L
461 FIFTH AVENUE, 14TH FLOOR
NEW YORK, NY 10017

New Principal Place of Business:

ONE BRYANT PARK
38TH FLOOR
NEW YORK, NY 10036

Current Mailing Address:

% MARATHON REAL ESTATE OPPORTUNITY FUND, L
461 FIFTH AVENUE, 14TH FLOOR
NEW YORK, NY 10017

New Mailing Address:

ONE BRYANT PARK
38TH FLOOR
NEW YORK, NY 10036

FEI Number: FEI Number Applied For () FEI Number Not Applicable (X) Certificate of Status Desired ()
In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

Name and Address of Current Registered Agent:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 323012525 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM () Delete
Name: MARATHON ICE 2005 LLC
Address: 461 FIFTH AVENUE, 14TH FLOOR
City-St-Zip: NEW YORK, NY 10017

ADDITIONS/CHANGES:

Title: MGR (X) Change () Addition
Name: HALPERN, JON
Address: ONE BRYANT PARK, 38TH FLOOR
City-St-Zip: NEW YORK, NY 10036

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: JON HALPERN

MGR

05/04/2009

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date