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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BAR Real Estate Holdings, 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:

Joseph A. Porrello

(Name of Person)

Joseph A. Porrello, P.A.

(Firm/Company)

2929 Southwest Third Avenue, Suite 320

(Address)

Miami, Florida 33129

(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph A. Porrello

(Name of Person)

at (305) 374-0092

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



\$25.00 Filing Fee



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\$60.00 Filing Fee,
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MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

BAR Real Estate Holdings, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on May 12, 2005 and assigned document number L05000047729.

SECOND: This amendment is submitted to amend the following:

I. The company is a member managed company.

II. Alison P. Fenton-Jorge is the sole managing member.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 DEC 16 PM 12:07

Dated _____, _____.



Signature of a member or authorized representative of a member

Alison P. Fenton-Jorge

Typed or printed name of signee

Filing Fee: \$25.00