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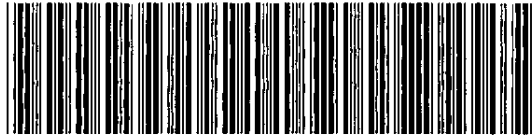
(Business Entity Name)

(Document Number)

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[Signature] 11-28



Neil Willner
Managing Partner

323-255-8800

FAX 323-258-9109

neil_willner@pacificadvisors.com

1550 W. Colorado Blvd. ♦ Pasadena, CA 91105 ♦ www.pacificadvisors.com

November 21, 2007

**Enclosed you will find the Articles of Organization along with
our payment of \$25.**

Please call 323-316-9123 for any questions.

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Neil Willner, CA Insurance License #0577732, Registered Representative of Park Avenue Securities LLC (PAS), 1550 W. Colorado Blvd., Pasadena, CA 91105, 1-323-255-8800. Securities products/services are offered through PAS, a registered broker/dealer. Career Development Manager, The Guardian Life Insurance Company of America (Guardian), New York, NY. PAS is an indirect, wholly owned subsidiary of Guardian. Pacific Advisors, Inc. is not an affiliate or subsidiary of PAS or Guardian. Insurance Products offered through Pacific Regional Insurance Services, a DBA of Pacific Advisors, Inc. Pacific Advisors, Inc. is not an independent registered investment advisor.

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Willner Belleair Investment, 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:

Neil & Eve Willner

(Name of Person)

(Firm/Company)

1928 Rimcrest Drive

(Address)

Glendale, CA 91207

(City/State and Zip Code)

For further information concerning this matter, please call:

Neil & Eve Willner

(Name of Person)

at (**818**) **241-2526**

(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)

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**

Willner Belleair Investment, LLC

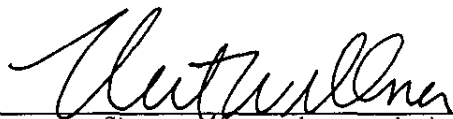
(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on March 2, 2007 and assigned document number L07000023543.

SECOND: This amendment is submitted to amend the following:

We need to remove North Star Realty Services, LLC Martin Edwards
as the sole member and add Neil and Eve Willner
as the new members by an Assignment of Membership

Dated _____, _____.



Signature of a member or authorized representative of a member

NEIL WILLNER

Typed or printed name of signee

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