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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO:	Registration Section Division of Corporations						
SUBJE	CT: LIONEL BRAUNECKER	LLC					
		ne of Limited Liability Company)					
The end	losed Articles of Amendment and fee	s) are submitted for filing.					
Please return all correspondence concerning this matter to the following:							
	ALY	(Name of Person)					
	,	(Name of Ferson)					
DENNIS R BEDARD, ESQ. (Firm/Company)							
		(t mircompany)					
	<u>1717 N BAYS</u>	SHORE DRIVE SUITE 215 (Address)					
		(Address)					
	MIAMI FL 33	(City/State and Zip Code)					
		(Chy/State and Zip Code)					
For furt	her information concerning this matte	r, please call:					
ALY	,	at (305) 530 0795					
(Name of Person)		(Area Code & Daytime Telephone Number)					
Enclose	d is a check for the following amount						
√ \$25.	00 Filing Fee \$30.00 Filing F Certificate of						
	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					

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

(Name of the Limited L	iability Company as it now ap	pears on our records.)	<u> </u>
(A F	iability Company as it now ap Torida Limited Liability Compar	ny)	
The Articles of Organization for this Limited Liab	oility Company were filed on	6/21/2007	_ and assigned
Florida document number <u>L07000065339</u>			
This amendment is submitted to amend the follow	ving:		
A. If amending name, enter the new name of t	he limited liability company	here:	
The new name must be distinguishable and end with "L.L.C."	the words "Limited Liability Co	mpany," the designation "LL	C" or the abbreviation
		•	
B. If amending the registered agent and/or		on our records, enter the	name of the new
registered agent and/or the new registered office	<u>ce address here</u> :		
•			
Name of New Registered Agent:			
New Registered Office Address:			
New Registered Office Address.		(Enter Florida street addr	ess)
	, Florida		
	(City)		(Zip Code).
New Registered Agent's Signature, if changing Re	gistered Agent:		
I hereby accept the appointment as registered	arout and arous to get in the	in exercisis. I further seems	e to comply with
i nereny accept the appointment as registered	agem ana agree to act in im	is cupacity. I juriner agre	z to compty with

(If Changing Registered Agent, Signature of New Registered

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the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability

company has been notified in writing of this change.

If amending the Managers or Managing Members on our records, <u>enter the title, name, and address of each Manager or Managing Member being added or removed from our records</u>:

MGR = Manager MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	Type of Action
MGRM	<u>DENNIS R BEDARD</u>	1717 N BAYSHORE DRIVE S MIAMLEL 33132	SUITE 215
<u>MGR</u>	LIONEL BRAUNECKER	1717 N BAYSHORE DRIVE S MIAMI FL 33132	SUITE 215
			AddRemove
			Add Remove
	· · · · · · · · · · · · · · · · · · ·		AddRemove
	43444		Add Remove
D. If amei	nding any other information, enter	change(s) here: (Attach additional sheets, if t	necessary.)
_	PDUADV 26	2008	7AI
Dated FE	· ·	2008 nember or authorized representative of a member	ZION FEB 29 SECRETARY FALLAHASSE
	DENNIS R BEDARD	Typed or printed name of signee	PH IZ: 3: OF STATE E. FLORID
		Page 2 of 2	iate

Filing Fee: \$25.00

MINUTES OF THE SPECIAL MEETING OF THE MANAGING MEMBERS OF LIONEL BRAUNECKER, LLC, A FLORIDA LIMITED LIABILITY COMPANY

A special meeting of the managing members of Lionel Braunecker, LLC, A Florida Limited Liability Company, was held at on the 6th day of December, 2007, at the offices of Dennis R. Bedard, 1717 North Bayshore Drive, Suite 215, Miami, Florida 33132. The meeting was called by Dennis R. Bedard and Lionel Braunecker, Members of Lionel Braunecker, LLC, a Florida Limited Liability Company.

On motion duly made and seconded, it was unanimously:

LIONEL BRAUNECKER,

JA<u>NUARY</u>

Signature of Notary Public (1)

Print, Type or Stamp Name and Commission Expiration

produced

RESOLVED that effective immediately, Dennis R. Bedard is removed as a member of the company. Mr. Bedard's role in the company was strictly to incorporate it in the state of Florida.

RESOLVED that effective immediately, Lionel Braunecker is the owner of 100% of the membership interests in the company.

RESOLOVED, that effective immediately, Lionel Braunecker is the sole manager and member of the company and has full authority to bind the company in all matters.

There being no further business to discuss, the meeting was ended on December 6^{th} , 2007.

LLC A FLORIDA LIMITED LIABILITY COMPANY Lionel Brannecker Managing Member STATE OF PENNSYLVANIA COUNTY OF PHILADELPHIA The foregoing instrument was acknowledged before me this 20th day of December, 2007 by Lionel Braunecker. He is personally known to me or has as identification. COMMONWEALTH OF PENNSYLVANIA produced Notarial Seal Ruth Lublin, Notary Public Signature of Notary Public Lower Merion Twp., Montgomery County My Commission Expires Oct. 25, 2009 Print, Type or Stamp Name and Commission Expiration Member, Pennsylvania Association of Notaries Dennis R. Bedard Former Member STATE OF FLORIDA COUNTY OF MIAMI DADE

_____, 2008 by Dennis R. Bedard. He is personally known to me or has

as identification.

BEVERLY CORR

MY COMMISSION # DD 378061

EXPIRES: April 8, 2009

The foregoing instrument was acknowledged before me this 7 day of