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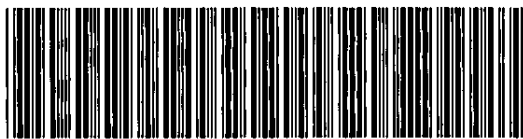
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DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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AUSLEY & MCMULLEN

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TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7560
Writer's Direct Line: (850) 425-5457

October 1, 2007

Secretary of State
2661 Executive Center Circle West
Tallahassee, Florida 32301

Re: **BBPI Pier Park LLC**
Document Number L07000081657

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
VIA HAND DELIVERY

Dear Madam/Sir:

Enclosed are an original and one copy of the Articles of Amendment to Articles of Organization for BBPI Pier Park LLC, a limited liability company. Also enclosed is this firm's check in the amount of \$55.00, comprised of the \$25.00 filing fee and the \$30.00 certified copy fee.

If you will notify me when the certified copy is ready, I will have our messenger return to retrieve it. In the meantime, please do not hesitate to call me at (850) 425-5457 if you have any questions or need anything further to file this amendment.

Thank you in advance for your usual assistance in these matters.

Sincerely,



Donna Marie Walters
Paralegal

/dmw

Enclosures

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BBPI PIER PARK LLC**

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes, provides the following information for the purpose of amending the Articles of Organization of **BBPI PIER PARK LLC**, which was formed under the laws of the State of Florida pursuant to Articles of Organization originally filed with the Department of State on August 9, 2007, and assigned document number L07000081657.

1. Article 4 of the Articles of Organization is hereby added and will read:

**ARTICLE 4
Nature of Business**

The limited liability company shall engage in and be confined exclusively to the development and operation of Five Guys Burgers Restaurants.


2. Pursuant to Section 608.4231, F.S., and in accordance with the Operating Agreement of the Company, the sole Member authorized and consented in writing on September 21, 2007, to this Amendment to Articles of Organization. The vote was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 21st day of September, 2007.

THESE AMENDED ARTICLES OF ORGANIZATION HAVE BEEN DULY EXECUTED AND ARE BEING FILED IN ACCORDANCE WITH SECTION 608.411, FLORIDA STATUTES.

IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.

Blake Bern Partners, Inc., Member

By: 
Blake J. Geoghagan, Its Vice President

BBPI Pier Park LLC
ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION

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