

LO9 0000 19385

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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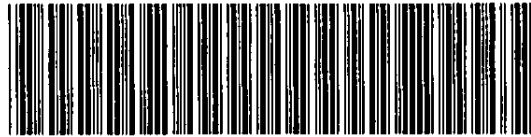
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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T. CLINE

SEP 25 2012

EXAMINER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2012 SEP 24 PM 12:35

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BGE PROPERTIES, 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:

GERALD B. BERG

Name of Person

BGE PROPERTIES, LLC

Firm/Company

104 EMERSON ROAD

Address

LONGMEADOW, MA 01106

City/State and Zip Code

berglaw@crocker.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

GERALD B. BERG

Name of Person

at (413) 535-7436

Area Code & Daytime Telephone Number

FILED
2012 SEP 24 PM 2:04
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

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

BGE PROPERTIES, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on FEBRUARY 26, 2009 and assigned Florida document number L09000019385.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

104 EMERSON ROAD

LONGMEADOW, MA 01106

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

104 EMERSON ROAD

LONGMEADOW, MA 01106

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

BARRY S. BERG

New Registered Office Address:

51 ST. JAMES DRIVE

Enter Florida street address

PALM BEACH GARDENS, Florida 33418

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with 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.

[Signature]
If Changing Registered Agent, Signature of New Registered Agent

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

MGR = Manager
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	BARRY S. BERG	51 ST JAMES DRIVE PALM BEACH GARDENS, FL 33418	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
MGRM	GERALD B. BERG	104 EMERSON ROAD LONGMEADOW, MA 01106	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

SEE ATTACHED AMENDMENT TO OPERATING AGREEMENT

Dated SEPTEMBER 15, 2012

Signature of a member, or authorized representative of a member

GERALD B. BERG

Typed or printed name of signer

2012 SEP 24 PM 2:44
FILED
STATE
SECRETARY
OFFICE

**BGE PROPERTIES, LLC
AMENDMENT TO OPERATING AGREEMENT**

This Amendment to the Operating Agreement, dated as of the 15th day of September, 2012, is by and between Barry S. Berg and Eric L. Berg, being individually referred to as a ("Member") and collectively as (the "Selling Members") and Gerald B. Berg being individually referred to as the ("Buying Member");

WHEREAS, BGE PROPERTIES, LLC (the "LLC") was formed pursuant to the Florida Limited Liability Company Act, as amended, Chapter 608, Florida Statute and Articles of Organization were filed with the Florida Secretary of State and accepted for record by the Florida Department of State on the 26th day of February, 2009 (the "Filing Date");

WHEREAS, the LLC members, as hereinbefore provided, entered into an Operating Agreement on February 27, 2009, which among other things, provided that each Member may transfer his interest in the LLC;

NOW, THEREFORE, in consideration of the mutual covenants herein expressed, the parties hereto hereby agree as follows:

That pursuant to Section 9 of the LLC Operating Agreement, Barry S. Berg and Eric L. Berg do hereby transfer and assign, for satisfactory consideration as provided in the Agreement for Sale of Membership Units, all of their interest in the LLC to Gerald B. Berg effective September 15, 2012.

That, as the result of the aforementioned transfer, Gerald B. Berg shall own 1500 membership units, shall have a one hundred percent (100%) interest in said LLC and shall be the sole Member.

That pursuant to Section 4 of the LLC Operating Agreement, the Managing Member shall be Gerald B. Berg in lieu of Barry S. Berg.

That pursuant to Section 7.5 of the LLC Operating Agreement, the Tax Matters Partner shall be Gerald B. Berg in lieu of Barry S. Berg.

That pursuant to Section 10.1 of the LLC Operating Agreement, the principal place of business and principal office of the LLC shall be 104 Emerson Road, Longmeadow, MA 01106. The name and address of the resident agent for service of process for the LLC is Barry S. Berg, 51 St. James Drive, Palm Beach Gardens, FL. 33418.

No change, modification or amendment of this Agreement shall be valid or binding unless such change, modification or amendment shall be in writing and duly executed by all of the Members.

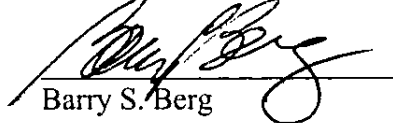
This Agreement and the rights and obligations of the parties hereunder shall be governed by and interpreted, construed and enforced in accordance with the laws of the State of Florida.

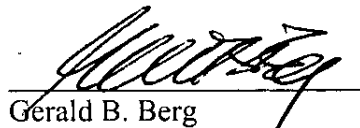
This Agreement may be executed in a number of counterparts, all of which together shall for all purposes constitute one Agreement, binding on all the Members notwithstanding that all Members have not signed the same counterpart.

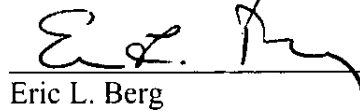
This Agreement embodies the entire agreement and understanding between the parties hereto with respect to the subject matter hereof and supersedes all prior agreements and understandings relating to such subject matter.

IN WITNESS WHEREOF, the Members have signed and sworn to this Agreement as of the date first above written.

MEMBERS:


Barry S. Berg


Gerald B. Berg


Eric L. Berg

FILED
2012 SEP 24 PM 4:43
CLERK OF THE
COURT
JACKSONVILLE, FLORIDA