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EXAMINER



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October 6, 2010

VIA FEDERAL EXPRESS

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

Re: Derbydown South, LLC, a Florida limited liability company

Dear Sir/Madam:

The enclosed Articles of Amendment and fee are submitted for filing. Please return all correspondence concerning this matter to the following:

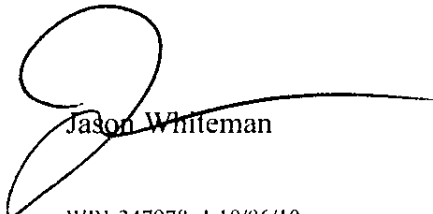
Jason M. Whiteman, Esq.
Fox Rothschild LLP
222 Lakeview Avenue, Suite 700
West Palm Beach, FL 33401

lserio340@gmail.com (to be used for future annual report notification)

For further information concerning this matter, please call Jason Whiteman at (561) 804-4416.

Enclosed is a \$25.00 check for the filing fee.

Very truly yours,



Jason Whiteman

WP1 347978v1 10/06/10

A Pennsylvania Limited Liability Partnership

California

Connecticut

Delaware

Florida

Nevada

New Jersey

New York

Pennsylvania

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
DERBYDOWN SOUTH, LLC**
(A Florida Limited Liability Company)

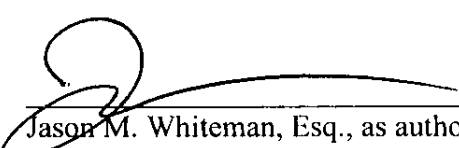
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The Articles of Organization for this Limited Liability Company were filed on September 22, 2010 and assigned Florida document number L10000099343.

This Amendment is submitted to amend the following:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	Jennifer Burger	88 Elmhurst Road Snyder, NY 14226	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
MGRM	Bright Star 158, LLC, a New York limited liability company	88 Elmhurst Road Snyder, NY 14226	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

Dated this 6th day of October, 2010



Jason M. Whiteman, Esq., as authorized
representative of a member