

L11000032386

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

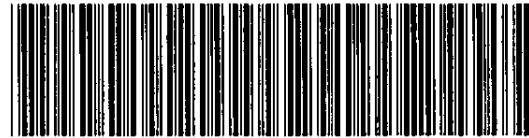
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2013 MAR 20 PM 4:59

FILED

James D. Palermo
General Counsel and Executive Vice President



March 19, 2013

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Liberty Jacksonville Investments LLC
L11000032386

FILED
2013 MAR 20 PM 4:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find, for filing with your office, an Amendment to the Articles of Organization of Liberty Jacksonville Investments LLC. The Amendment changes the mailing address for the Company; changes the principal office address for the Company; removes the current Manager; adds a new Manager; and names a new registered agent and registered office.

I am also enclosing a check, in the amount of \$55.00, in payment for the required filing fee and for the return to my attention of a certified copy of the Amendment (copy enclosed).

Very truly yours,

A handwritten signature in black ink, appearing to be 'JDP', with a long horizontal line extending to the right.

JAMES D. PALERMO

JDP/ms
Enclosures

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Liberty Jacksonville Investments 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:

James D. Palermo

Name of Person

DeBartolo Holdings, LLC

Firm/Company

15436 North Florida Avenue - Suite 200

Address

Tampa, FL 33613

City/State and Zip Code

jpalermo@debartoloholdings.com

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

2013 MAR 20 PM 4:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

For further information concerning this matter, please call:

James D. Palermo

Name of Person

at (**813**) **908-8400**

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

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

Liberty Jacksonville Investments 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 March 16, 2011

Florida document number L11000032386

assigned
FILED
2011 MAR 20 PM 2:00
CLERK OF STATE
TALLAHASSEE FLORIDA

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:

15436 North Florida Avenue, Suite 200

(Principal office address MUST BE A STREET ADDRESS)

Tampa, FL 33613

Enter new mailing address, if applicable:

15436 North Florida Avenue, Suite 200

(Mailing address MAY BE A POST OFFICE BOX)

Tampa, FL 33613

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:

James D. Palermo

New Registered Office Address:

15436 North Florida Avenue, Suite 200

Enter Florida street address

Tampa

City

Florida 33613

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.


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:

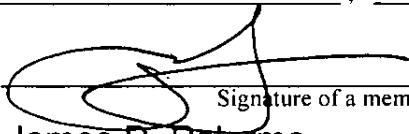
MGR = Manager
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGR	PRS1 Investments, LLC	13577 Feather Sound Dr.	<input type="checkbox"/> Add
		Suite 520	<input checked="" type="checkbox"/> Remove
		Clearwater, FL 33762	
MGR	DeBartolo Development, LLC	15436 North Florida Avenue	<input checked="" type="checkbox"/> Add
		Suite 200	<input type="checkbox"/> Remove
		Tampa, FL 33613	
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
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			<input type="checkbox"/> Remove

SECRETARY OF STATE
TALLAHASSEE, FL 32399
2013 MAR 20 AM 11:20
FILED

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

Dated March 19, 2013



Signature of a member or authorized representative of a member

James D. Paterno

Typed or printed name of signee

Page 3 of 3

Filing Fee: \$25.00

2013 MAR 20 PM 2 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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