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COVER LETTER

	egistration Sec ivision of Corp					
SUBJECT	Bames Starl	eigh Propenies, LLC				
SUBJECT: Name of Limited Liability Company						
		Amendment and fee(s) are s				
r rease rettir	ir air correspon	dence concerning this matt	er to the following:			
		Barbara G. Barnes				
			Name of Person			
			Firm/Company		***************************************	
431 Waverly Road						
		Tallahassee, Florida 3231	Address 2	- 12-1-1		
			City/State and Zip Code	:	······	
		E-mail address:	(to be used for future annua	report notification	n)	
For further in	formation con	erning this matter, please	call:			
Terrence T. L	ariotis, Attorn	cy		3-9300		
	Name of Pe	rson	at () Area Code	Daytime Tele	phone Number	
inclosed is a c	check for the fi	ollowing amount:				
- `\$25.00 Fil	ing Fee .	\$30.00 Filing Fee & Certificate of Status	\$55.00 Filing Fee a Certified Copy (additional copy is enc		S60.00 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 Address:
Registration Section
Division of Corporations
The Centre of Tallahassee 2415 N. Monroe Street, Suite 810 Tallahassee, FL 32303

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

Barnes	Starleigh Properties, LLC				
(Name of the Limited Liability (A Florida L	Company as it now appears imited Liability Company)	on our records.)			
The Articles of Organization for this Limited Liability Cor	mpany were filed on Apr	il 4, 2011		and assi	ened
Florida document number L11000049020	· · · —				<i>G</i>
This amendment is submitted to amend the following:					
A. If amending name, enter the new name of the limite	ed liability company her	<u>e</u> :			
The new name must be distinguishable and contain the words "Limited	d Liability Company," the des	gnation "LLC" or the s	abbrevi:	ation "I I	
Enter new principal offices address, if applicable:					
Principal office address MUST BE A STREET ADDRES	<u>SS)</u>			نڙاع	
				- :	
Enter new mailing address, if applicable:				NO.	
Mailing address MAY BE A POST OFFICE BOX)			, -		- 20 -
				ည	* 4. *
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 If amending the registered agent and/or registered of gent and/or the new registered office address here: 	ffice address on our reco	ords, <u>enter the nan</u>	ne of t	he new	register
Name of New Registered Agent:					
New Registered Office Address:					
	Enter Florida	street address		<u></u> -	
		, Florida			
	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 605, 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 Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager AMBR = Authorized Member

<u>Title</u>	Name	Address	Type of Action
MGR	Starleigh, Gilbert G. III	431 Waverly Road	□Add
		Tallahassee, Florida 32312	■Remove
			□ Change
AMBR	Starleigh, Gilbert G. III	431 Waverly Road	≅Add
		Tallahassee, Florida 32312	□ Remove
			□ Change
 -			□Add
			□Remove
			□ Change
·			□Add
			□Remove
			□Change
· · · · · · · · · · · · · · · · · · ·			
			🗀 Remove
			Change
			□Add
			□Remove
			□Chunge

	change the management of the company from a manager-managed limited liability company to a member-managed
	limited liability company, by its current members, Barbara G. Barnes and Gilbert G. Starleigh, III.
	District G. Staticiga, III.
_	
-	
-	
_	
an effe	re date, if other than the date of filing:
	citive date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.021 fithe date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed and the continuous prior of State's records.
ocume	nt's effective date on the Department of State's records.
record	specifies a datamed official to the second of the second o
is file	specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of: (b) The 90th day after the
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