

M00000002149

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

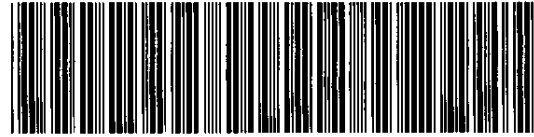
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2010 JUL 15 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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C. LEWIS

JUL 16 2010

EXAMINER



REAL ESTATE CAPITAL

July 7, 2010

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

Re: Grandbridge Real Estate Capital LLC

Dear Sirs,

Enclosed please find an Affidavit by Foreign Limited Liability Company to Change Officers which we request be filed for the above referenced limited liability company, along with the \$25 filing fee. Grandbridge Real Estate Capital LLC ("Grandbridge") is a North Carolina limited liability company which has previously registered as a foreign limited liability company with the Florida Division of Corporations. Grandbridge is a wholly owned subsidiary of Branch Banking and Trust Company ("BB&T"). In addition to being registered in Florida, Grandbridge holds a real estate company license which was issued by the Florida Real Estate Commission ("FREC"). An application was recently filed with the FREC to designate Albert G. Rex as the qualifying broker under Grandbridge's real estate license. However, the FREC recently advised us that in order for Mr. Rex to be designated as Grandbridge's qualifying broker, Grandbridge's registration with the Florida Division of Corporations would have to be amended to designate Mr. Rex as an officer of Grandbridge. We were directed by your office to submit the attached form of Affidavit to accomplish this designation. The Affidavit has been modified as necessary to facilitate Mr. Rex's designation as an officer of Grandbridge. North Carolina law permits limited liability companies filed in that state to appoint officers as opposed to simply having managers or members. Please refer to Paragraph 10 in the enclosed copy of Section 57C-2-02 of the North Carolina Statutes for confirmation of this authority. Please feel free to contact me at 704-379-6999 should you have any questions. Thank you for your assistance.

Sincerely,

Joseph A. Shaffer
Chief Financial Officer

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Grandbridge Real Estate Capital LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed Affidavit by Foreign Limited Liability Company to Change Manager(s) or Managing Member(s) and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joseph A. Shaffer
Name of Person

Grandbridge Real Estate Capital LLC
Firm/Company

227 West Trade Street, Suite 400
Address

Charlotte, NC 28202
City/State and Zip Code

No change
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Brett Blackwood at (205) 978-1271
Name of Person Area Code and Daytime Telephone Number

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee
- \$30 Filing Fee & Certificate of Status
- \$55.00 Filing Fee & Certified Copy
- \$60 Filing Fee, Certificate of Status & Certified Copy

FILED

2010 JUL 15 AM 13:53

**AFFIDAVIT BY FOREIGN LIMITED LIABILITY COMPANY
TO CHANGE MANAGER(S) OR MANAGING MEMBER(S)**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company as it appears on the records of the Florida Department of State is: Grandbridge Real Estate Capital LLC

2. This entity was formed under the laws of: North Carolina

3. This entity was authorized to transact business in Florida on 10-13-2000 and its Florida document/registration number is M00000002149

4. The name and address of ~~each manager or managing member~~ the Senior Vice President is as follows:

Title:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

Senior Vice President

Albert G. Rex
1840 North Commerce Parkway, Suite 3
Weston, FL 33326

Required Signature: Joseph A. Shuff CFO
Signature of Manager, Managing Member or Member CFO

Filing Fee: \$25

STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

AFFIDAVIT

FILED

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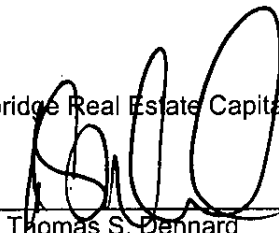
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Thomas S. Dennard, being first duly sworn, state:

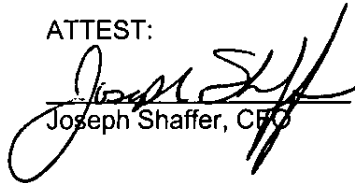
1. I am the Chief Executive Officer of Grandbridge Real Estate Capital LLC, a North Carolina limited liability company.
2. On November 1, 2007, Grandbridge Real Estate Capital, LLC, in action without meeting of the Board of Managers, elected Albert G. Rex as Senior Vice President.
3. Albert G. Rex, as Senior Vice President, is authorized to perform any and all duties and responsibilities afforded him as Senior Vice President.

This the 8 day of July, 2010.

Grandbridge Real Estate Capital, LLC

By: 
Name: Thomas S. Dennard
Title: Chief Executive Officer

ATTEST:


Joseph Shaffer, CFO

[CORPORATE SEAL]

STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

The foregoing instrument was acknowledged before me in the above-stated jurisdiction this the 8 day of July, 2010, by Thomas S. Dennard who is Chief Executive Officer of Grandbridge Real Estate Capital LLC, a North Carolina limited liability company, for and on behalf of the limited liability company. He is personally known to me as or has produced a driver's license as identification.



Notary Public

My Commission Expires:

11/2/13

[SEAL]

2010 JUL 15 AM 13:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED