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FILED
2005 JUL 14 PM 1:50
DALLAS, TEXAS
TALLAHASSEE, FLORIDA

J BRYAN JUL 19 2005

GRAND HARBOR MANAGEMENT LLC

3755 7TH TERRACE
SUITE 304
VERO BEACH, FL 32960

Phone: (772) 794-7827
Fax: (772) 770-4727

July 13, 2005

VIA UPS

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Bayswater Brokerage Florida LLC

Dear Sir or Madam:

Enclosed please find:

1. Completed Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida.
2. Original Certificate from the State of Delaware evidencing the amendment.
3. Our check in the amount of \$60.00 representing the filing fee, certified copy fee and certificate of status fee.
4. Application for Registration of Fictitious Name for Grand Harbor Real Estate Company with our check in the amount of \$90.00.
5. Application for Registration of Fictitious Name for Oak Harbor Real Estate Company with our check in the amount of \$90.00.

Please do not hesitate to contact me if you need any additional information.

Thank you for your assistance in this matter.

Very truly yours,
Grand Harbor Management LLC



Debra L. Fletcher

/dlf

Enclosures

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2005 JUL 14 PM 1:50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Vero Beach Grand Harbor Realty LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: July 15, 2004

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? _____
5. New name of the limited liability company: Bayswater Brokerage Florida LLC

6. If the amendment changes the period of duration, indicate new period of duration: _____
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of a member or the authorized
representative of a member

John P. Saldarelli

Typed or printed name of signee

Filing Fee: \$25.00

FILED
2005 JUL 14 PM 1:50
TALLAHASSEE, FLORIDA
STATE DEPARTMENT OF REVENUE

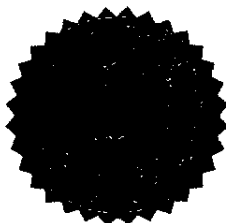
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "VERO BEACH GRAND HARBOR REALTY LLC", CHANGING ITS NAME FROM "VERO BEACH GRAND HARBOR REALTY LLC" TO "BAYSWATER BROKERAGE FLORIDA LLC", FILED IN THIS OFFICE ON THE EIGHTH DAY OF JULY, A.D. 2005, AT 1:44 O'CLOCK P.M.

FILED
2005 JUL 14 PM 1:50
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA



3827662 8100

050567446

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4007797

DATE: 07-08-05

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: Vero Beach Grand Harbor Realty LLC

2. The Certificate of Formation of the limited liability company is hereby amended
as follows: Article First of the Certificate of Formation, is hereby amended as follows:

First: The name of the Limited Liability Company is: Bayswater Brokerage Florida LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 8 day of July, A.D. 2005

By: John P. Saldarelli
Authorized Person(s)

Name: John P. Saldarelli

Print or Type

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:54 PM 07/08/2005
FILED 01:44 PM 07/08/2005
SRV 050567446 - 3827662 FILE