

M05000000941

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

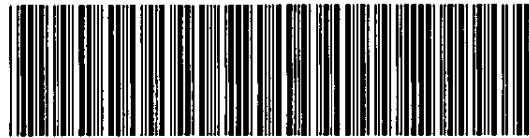
☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:



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03/22/12--01005--004 **25.00

FILED
12 MAR 22 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only
G. MCLEOD

MAR 23 2012

EXAMINER

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
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: BENCHMARK PROPERTIES VENTURES II, LLC

2. Jurisdiction of its organization: Colorado

3. Date authorized to do business in Florida: 02/21/2005

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? 8/18/2011

5. New name of the limited liability company: Benchmark Property Ventures II - 1054, LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

n/a

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

n/a

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: n/a

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. Decker, Manager

Typed or printed name of signee

Filing Fee: \$25.00

12 MAR 22 PM 12:40

FILED

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

BENCHMARK PROPERTIES VENTURES II- 1054

is a **Limited Liability Company** formed or registered on 02/09/2005 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20051062168.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 01/27/2012 that have been posted, and by documents delivered to this office electronically through 01/31/2012 @ 11:44:03.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 01/31/2012 @ 11:44:03 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 8154196.



A handwritten signature in black ink, appearing to read "Scott Gessler".

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."

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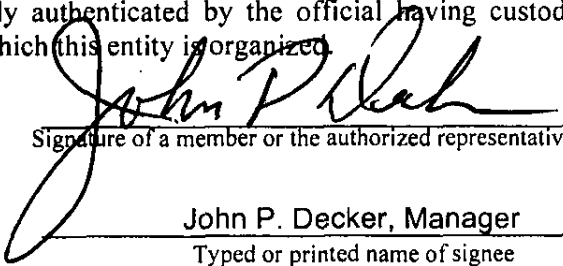
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n/a
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8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: n/a

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. Decker, Manager

Typed or printed name of signee

Filing Fee: \$25.00

FILED
12 MAR 22 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

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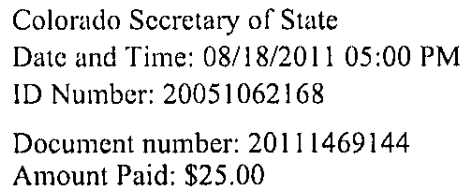


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Secretary of State of the State of Colorado

*****End of Certificate*****

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Document processing fee
Fees & forms/cover sheets
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To access other information or
copies of filed documents,
visit www.sos.state.co.us and
select Business.

Document number: 20111469144
Amount Paid: \$25.00

Amended and Restated Articles of Organization
filed pursuant to §7-90-301, et seq. and §7-90-304.5 of the Colorado Revised Statutes (C.R.S.)

Rev. 5/01/2010

7. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Onorato	Brian	E	
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
1120 Lincoln St. Ste. 1100			
<small>(Street name and number or Post Office Box information)</small>			
<hr/>			
Denver	CO	80203	
<small>(City)</small>	<small>(State)</small>	<small>(Postal/Zip Code)</small>	
United States			
<small>(Province – if applicable)</small>		<small>(Country – if not US)</small>	

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box ☐ and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

**AMENDED ARTICLES OF ORGANIZATION
OF
BENCHMARK PROPERTIES VENTURES II - 1054, LLC**

The undersigned, a natural person of the age of eighteen years or more, acting as organizer of this limited liability company under the Colorado Limited Liability Company Act, as amended, adopts the following Articles of Organization for this limited liability company:

ARTICLE I

The name of the limited liability company is BENCHMARK PROPERTIES VENTURES II - 1054, LLC (the "Company") and its principal place of business is located at 1120 Lincoln St., Ste. 1100, Denver CO 80203.

ARTICLE II

The Company's initial registered agent and the address of the initial registered office in Colorado is as follows:

Katz, Look & Onorato, Professional Corporation
1120 Lincoln Street, Suite 1100
Denver, Colorado 80203

ARTICLE III

Management of the Company is vested in managers rather than in the members. The Company shall initially have one (1) manager. The number of managers may be increased or decreased in the manner provided in the operating agreement, but in no instance shall there be less than one (1) manager nor shall any decrease have the effect of shortening the term of any incumbent manager. The names and business addresses of the persons who shall serve as manager until the first annual meeting of members or until his successor are elected and qualified is:

STERLING CAPITAL, LLC
1120 Lincoln St., Ste. 1100
Denver CO 80203

The name and address of the individual who causes the document to be delivered for filing is:

By: /S/ Brian E. Onorato
Brian E. Onorato, Organizer
Katz, Look & Onorato, Professional Corporation
1120 Lincoln Street, Suite 1100
Denver, Colorado 80203

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BENCHMARK PROPERTY VENTURES III, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian E Onorato

Name of Person

Katz Look & Onorato

Firm/Company

1120 Lincoln St., Ste. 1100

Address

Denver CO 80203

City/State and Zip Code

jlane@thedenverlawyers.com

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

For further information concerning this matter, please call:

Brian E Onorato or Jennifer Lane

Name of Person

at (303)

832.1900

Area Code & 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 Filing Fee &
Certified Copy

☐ \$60 Filing Fee,
Certificate of Status &
Certified Copy