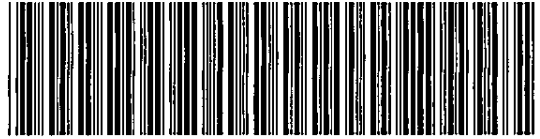


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SANCTUARY CENTRE, SUITE 200E  
4800 N. FEDERAL HWY.  
BOCA RATON, FL 33431



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12/24/07 01045 002

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

08 JAN -9 AM 10:21

FILED



**FLORIDA DEPARTMENT OF STATE**  
Division of Corporations

December 26, 2007

**MARK SNIDER**  
**ELK CHRISTU & BAKST, LP**  
**4800 NORTH FEDERAL HIGHWAY STE. 200E**  
**BOCA RATON, FL 33431**

**SUBJECT: THE ULTIMATE PROPERTY INVESTMENT, LLC**  
Ref. Number: W07000061935

We have received your document for THE ULTIMATE PROPERTY INVESTMENT, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words *Limited Liability Company*, the abbreviation *L.L.C.*, or the designation *LLC*. The word *Limited* may be abbreviated as *Ltd.* and the word *Company* may be abbreviated as *Co.* The following suffixes are no longer acceptable: *Limited Company*, *L.C.*, and *LC*.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan  
Document Specialist

Letter Number: 107A00071532

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

08 JAN -9 AM 10: 21

SECRETARY OF STATE  
TALLAHASSEE 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: Dell & Schaefer Realty, LLC
- 2. Jurisdiction of its organization: Delaware
- 3. Date authorized to do business in Florida: 10/19/2005

**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? 12/12/07
- 5. New name of the limited liability company: The Ultimate Property Investment, LLC  
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

The Ultimate Real Property Investment, 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:  
\_\_\_\_\_
- 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.

Dell & Schaefer Realty, Inc.

By: \_\_\_\_\_  
Signature of a member of the authorized representative of a member

Steven J. Dell, President of  
Dell & Schaefer Realty, Inc.

Typed or printed name of signee

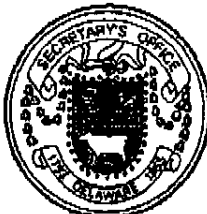
**Filing Fee: \$25.00**

# 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 "DELL & SCHAEFER REALTY, LLC", CHANGING ITS NAME FROM "DELL & SCHAEFER REALTY, LLC" TO "THE ULTIMATE PROPERTY INVESTMENT, LLC", FILED IN THIS OFFICE ON THE TWELFTH DAY OF DECEMBER, A.D. 2007, AT 1:34 O'CLOCK P.M.



4047287 8100

071313303

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6245238

DATE: 12-17-07

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:52 PM 12/12/2007  
FILED 01:34 PM 12/12/2007  
SRV 071313303 - 4047287 FILE

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF FORMATION  
OF  
DELL & SCHAEFER REALTY, LLC**

The undersigned, being duly authorized to execute and file this Certificate of Amendment, does hereby certify as follows:

1. The name of the limited liability company is Dell & Schaefer Realty, LLC (the "Company").
2. Numbered paragraph 1 of the Certificate of Formation of the Company is hereby amended and restated to read as follows:

1. The name of the limited liability company is The Ultimate Property Investment, LLC.

IN WITNESS WHEREOF, this Certificate of Amendment was approved and executed on this 20 day of November, 2007.

DELL & SCHAEFER REALTY, INC.

By:   
Name: Steven J. Dell  
Title: President

Being the sole member of the Company

**WRITTEN CONSENT TO ADOPT ALTERNATE NAME FOR USE IN THE  
STATE OF FLORIDA**

We the undersigned, do hereby certify that we are the Manager(s) and/or Managing Member(s) of Dell & Schaefer Realty, LLC, a limited liability company duly organized and existing under the laws of Delaware.

Because the name of this foreign limited liability company does not satisfy the requirements of the Section 608.406, F.S., the limited liability company hereby adopts the following name to transact business in the state of Florida: The Ultimate Real Property Investment, LLC.

Dated as of: November 30, 2007

Signature of Manager(s) and/or Managing Member(s) of Dell & Schaefer Realty, LLC:

DELL & SCHAEFER REALTY, INC.

By:   
Name: Steven J. Dell  
Title: President