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EXAMINER

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FILED SECRETARY OF STATE DIVISION OF CORPORATIONS



ACCOUNT NO. : I2000000195

REFERENCE :

AUTHORIZATION THE

COST LIMIT

ORDER DATE: November 19, 2010

ORDER TIME : 3:45 PM

ORDER NO. : 583950-005

CUSTOMER NO: 4304858

FOREIGN FILINGS

NAME: MONADNOCK HARBOUR COVE LLC

XX LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

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: MONADNOCK HARBOUR COVE LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: August 1, 2006
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? November 18, 2010
5. New name of the limited liability company: BEL PEMBROKE HOLDINGS 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.")
5. 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:
3. If the amendment corrects any false statement, indicate the statement being corrected and the correction:
See attached sheet
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
See signature page attached Typed or printed name of signee

Filing Fee: \$25.00

ADDITIONAL AMENDMENTS TO THE APPLICATION OF MONADNOCK HARBOUR COVE LLC

The name and usual business addresses of the member is changed as follows:

The sole member is Monadnock Property Trust LLC, c/o Eaton Vance Management REIG, Two International Place, Boston, MA 02110.

BEL PEMBROKE HOLDINGS LLC, a Delaware limited liability company

By: Monadnock Property Trust LLC, a Delaware limited liability company, its sole member

By: Belport Realty Corporation, a Delaware corporation, sole member

Name: Jan Ar J

Title: Vice President

Delaware

PAGE :

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THAT THE SAID "MONADNOCK HARBOUR
COVE LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME
TO "BEL PEMBROKE HOLDINGS LLC", THE EIGHTEENTH DAY OF NOVEMBER,
A.D. 2010, AT 12:12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED
LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF
DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT
HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS
OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

4196941 8320

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Jeffrey W. Bullock, Secretary of Sta AUTHENTICATION: 8363770

DATE: 11-18-10

You may verify this certificate online at corp.delaware.gov/authver.shtml