

MO6000004247

(Requestor's Name)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

10 NOV 23 PM 12:39

B. KOHR

NOV 23 2010

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 583950 4304858

AUTHORIZATION :

COST LIMIT

\$ 25.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 NOV 23 PM 12:39

ORDER DATE : November 19, 2010

ORDER TIME : 4:34 PM

ORDER NO. : 583950-010

CUSTOMER NO: 4304858

CHANGE OF AGENT

NAME: BEL PEMBROKE HOLDINGS LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret

EXAMINER'S INITIALS: _____

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR
LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. Name of the limited liability company: BEL PEMBROKE HOLDINGS LLC

2. (a) Principal office address of limited liability company: 9200 E. Panorama Circle
(Note: **MUST BE STREET ADDRESS**) Suite 400
Englewood, CO 80112

(b) Mailing address of limited liability company: same
(Note: **MAY BE POST OFFICE BOX**)

08/01/2006

3. Date of filing/registration in Florida

M06000004247

4. Document number

5. (a) Registered Agent and Registered Office shown on the records of the Florida Dept. of State:

Registered Agent: C T Corporation System

Registered Office Address: 1200 South Pine Island Road
Plantation, FL 33324 US

(b) Enter name of **NEW Registered Agent** and/or **NEW Registered Office address**:

NEW Registered Agent: Corporation Service Company

NEW Registered Office Address: 1201 Hays Street
(**MUST BE FLORIDA STREET ADDRESS**) Tallahassee, FL 32301

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

(Signature of a member or authorized representative of a member)

see attached signature page

(Printed or typed name of signee)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

By: Kimberly B. Moret
(Signature of Registered Agent) as its agent

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

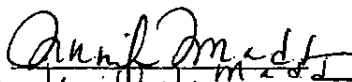
FILING FEE: \$25.00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
10 NOV 23 PM 12:40

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

By: 
Name: Jennifer J. Medley
Title: Vice President