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(Requestor's Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATLANTA
3405 Piedmont Road, NE
Suite 300
Atlanta, GA 30305
(404) 231-3999 Phone
(404) 231-1618 Fax



January 26, 2011

Florida Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Best of 52, LLC

Dear Sir or Madam:

Enclosed please find "Articles by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida", which amends of the name of the foreign limited liability company from "B3M LLC" to "Best of 52, LLC", together with a check in the amount of \$30.00 made payable to the Florida Division of Corporations.

Please note that we are also enclosing an "Application for Registration of Fictitious Name, together with a check in the amount of \$50.00 whereby "Best of 52, LLC" seeks to register the fictitious name "Inspirato".

Lastly for your review we are enclosing a Certificate of Good Standing got 'Best of 52, LLC for your files.

If you have any questions, please do not hesitate to contact me at 404-591-6328.

Sincerely



Patrick I. Lucas

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**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: B3M LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 12/21/2010

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? 1/3/2011
5. New name of the limited liability company: Best of 52, 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

Martin Pucher, COO
Typed or printed name of signee

Filing Fee: \$25.00

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TALLAHASSEE, FLORIDA

Delaware

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The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEST OF 52, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF JANUARY, A.D. 2011.



4900650 8300

110020642

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8478163

DATE: 01-06-11