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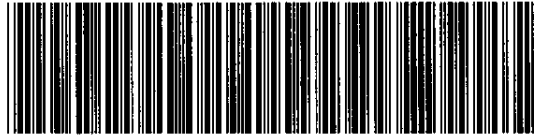
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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Briarcliff Capital Corporation

DOCUMENT NUMBER: P96000036430

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jessica M. Jimenez, Esq.  
Name of Contact Person

Barton Barton & Plotkin, LLP  
Firm/ Company

420 Lexington Avenue, 18th Floor  
Address

New York, New York 10170  
City/ State and Zip Code

jjimenez@bartonesq.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jessica M. Jimenez, Esq. at ( 212 ) 687-6262  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

\$43.75 Filing Fee &  
Certificate of Status

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is enclosed)

\$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy is enclosed)

\* see enclosed letter

**Mailing Address**

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

**Street Address**

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 9, 2009

JESSICA M. JIMENEZ, ESQ.  
BARTON, BARTON & PLOTKIN, LLP  
420 LEXINGTON AVENUE - 18TH FLOOR  
NEW YORK, NY 10170

SUBJECT: BRIARCLIFF CAPITAL CORPORATION  
Ref. Number: P96000036430

We have received your document for BRIARCLIFF CAPITAL CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Photo copies are not acceptable.

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) 245-6964.

Irene Albritton  
Regulatory Specialist II

Letter Number: 209A00037588

**SECOND ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BRIARCLIFF CAPITAL CORPORATION  
(a Florida corporation)**

FIRST: The Articles of Incorporation of Briarcliff Capital Corporation (the "Corporation") were filed on April 22, 1996 and amended as of August 16, 2001 and May 12, 2009.

SECOND: Pursuant to the provisions of Section 607.1001 and 607.1006 of the Florida Statutes, the Corporation adopts the following articles of amendment to its articles of incorporation:

That the name of the Corporation shall be and is hereby changed to "Revere Securities Corp."


That the Corporation shall operate under this new name in all future matters; and

That the Corporation shall recall all stock certificates issues to shareholders in the name of "Briarcliff Capital Corporation" and issue stock certificates to shareholders in the new name, "Revere Securities Corp."

THIRD: The date of each amendment's adoption is December 1, 2009.

FOURTH: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Dated: December 1, 2009

  
\_\_\_\_\_  
By: William Moreno  
Its: CEO

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