

1/31/2014  
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Commonwealth of Kentucky  
Alison Lundergan Grimes, Secretary of State

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Alison Lundergan Grimes  
KY Secretary of State  
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Alison Lundergan Grimes  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

Statement of Change of  
Registered Office, Registered  
Agent, or Both

RAC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the registered office, registered agent, or both on behalf of

**BRC Alabama No. 3, LLC**

which is organized in the state of Delaware, and for that purpose submits the following statements:

**1. Name of current registered agent**

James J Wolff

**2. Registered agent is hereby changed to:**

CSC-Lawyers Incorporating Service Company

**3. Address of current registered office**

6100 Dutchmans Lane Suite 900  
Louisville, KY 40205

**4. Registered office is hereby changed to:**

421 West Main Street  
Frankfort, KY 40601

**5. Signature of officer or chairman of the board**

Dona Priebe, Authorized Person

Signature and Title

Type or print name and title

1/31/2014 12:39 PM

Date

**6. Consent of new agent**

I consent to serve as the new registered agent on behalf of this corporation.

Grace E. Kirby, Asst. VP

Signature and Title

Type or print name and title