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LIMITED LIABILITY AMENDMENT

BEL AIR INVESTMENTS, L.L.C.

Certificate of Status	0
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6-20-03

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BEL AIR INVESTMENTS, L.L.C.

FIRST: The date of filing of the Articles of Organization was June 22, 2000.

SECOND: The following amendments to the Articles of Organization were adopted by a majority-in-interest of the members of the limited liability company:

1. The last sentence of Article VIII of the Articles of Organization providing for the limitation of agency authority of members of the limited liability company is hereby deleted and Article VIII is amended to read in its entirety as follows:

ARTICLE VIII- Limitation on Agency Authority of Members:

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 20th day of June, 2003.

Gardener Holding Company, Inc.

By: *Gary Tippens*
Gary Tippens, as President

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