

L00000009368

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

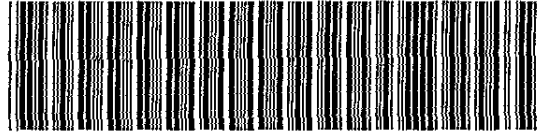
(Business Entity Name)

(Document Number)

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J. BRYAN JAN 15 2003



ACCOUNT NO. : 072100000032
 REFERENCE : 893914 7226307

AUTHORIZATION

COST LIMIT : \$ 25.00

Patricia P. [Signature]

 ORDER DATE : January 15, 2003
 ORDER TIME : 11:30 AM
 ORDER NO. : 893914-010
 CUSTOMER NO: 7226307
 CUSTOMER: Mr. Brian K. Waxman
 Waxman Property Group
 Suite 404
 5601 Corporate Way
 West Palm Beach, FL 33407

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DOMESTIC AMENDMENT FILING

NAME: BEACON OFFICE ASSOCIATES, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 _____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore -- EXT# 1147
 EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
FOR
BEACON OFFICE ASSOCIATES, LLC**

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The undersigned individuals of a limited liability company formed under the Florida Limited Liability Company Act hereby adopt the following Articles of Amendment to the Articles of Organization:

First: The date of filing of the Articles of Organization was August 4, 2000. The Document Number is L00000009368

Second: The following amendments to the Articles of Organization were adopted by the limited liability company:

Amended Article II – Address

The mailing address and street address of the limited liability company's principal office is 5601 Corporate Way, Suite 404, West Palm Beach, Florida 33407.

Amended Article III – Registered Agent and Registered Office

The name and street address of the registered agent as shown on the records of the Florida Department of State is John White II, 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401.

The name and street address of the new registered agent is Brian K. Waxman, 5601 Corporate Way, Suite 404, West Palm Beach, Florida 33407.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating 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, Florida Statutes.



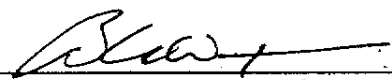
Brian K. Waxman, Registered Agent

Amended Article IV – Management

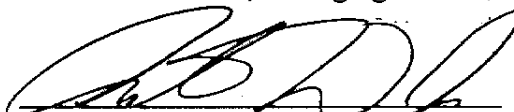
The business of the limited liability company shall be conducted under the exclusive management of the managing members who shall have the sole authority to act for the limited liability company in all matters. The name and street address of the managing members are Brian K. Waxman and Arthur P. Frigo, Jr., 5601 Corporate Way, Suite 404, West Palm Beach, Florida 33407.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

January 13, 2003



Brian K. Waxman, Managing Member



Arthur P. Frigo, Jr. Managing Member

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