

L 000000/2031

Leven Properties LLC
5722 S. Flamingo Road #250
Cooper City Fl. 33330-3206
TEL. 954 723 7880
FAX 954 723 7972

January 29 2001

Division of Corporations
P.O. Box 6327
Tallahassee Fl. 32314

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-02/02/01--01106--003
*****25.00 *****25.00

RE: Change of address

To whom it may concern

Please find enclosed Articles of Amendment to Articles of Organization of Leven Properties LLC for the above referenced reason.

Hope you find this to be in order. Please mail the letter of acknowledgment to the above address. Thank you.

Sincerely



Howard Mack
Managing Member

FILED
01 FEB -2 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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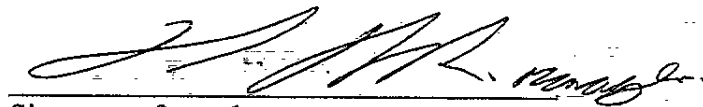
**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
Leven Properties LLC**

First : The date of filing of the articles of organization was September 29 2000

Second : The following amendments to the articles of organization were adopted by the limited liability company :

1. Principal Place of business: 5722 S. Flamingo Road # 250
Cooper City Fl. 33330-3206.
2. Mailing Address 5722 S. Flamingo Road #250
Cooper City Fl. 33330-3206.
3. Name and address of Current Registered Agent: Howard Mack
5722 S. Flamingo Road # 250
Cooper City Fl. 33330-3206.
4. Managing member new address MGR.
Howard Mack
5722 S. Flamingo Road # 250
Cooper City Fl. 33330-3206.

Dated January 29 2001



Signature of member
Howard Mack
Managing Member and Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA