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STATE OF FLORIDA
TALLAHASSEE, FLORIDA



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Attorneys - At - Law

January 21, 2003

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- ▲ (Certified Circuit Civil Mediator)
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Tallahassee, Florida 32314

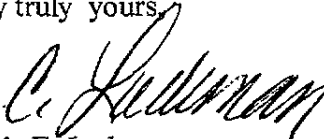
Ladies/Gentlemen:

Re: Amendment to Articles of Organization
Gem Fund, LLC

Enclosed is an original and one copy of the Amendment to the Articles of Organization for the referenced limited liability company together with a check in the amount of \$35.00 to cover the fees for filing the Amendment.

After filing, please return a date-stamped copy of the Amendment to our office. Should you have any questions, do not hesitate in contacting me.

Very truly yours,


Carrie E. Lademan

CEL:ep

Enc.

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FILED
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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
GEM FUND, LLC

FILED
03 JAN 27 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BE IT HERE KNOWN THAT Gem Fund, LLC, a duly registered limited liability company in the State of Florida, being officially registered September 9, 2002 under document number L02000023314, files this Amendment to its Articles of Organization pursuant to Section 608.411, Florida Statutes:

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

SECOND: Article I of the Articles of Organization shall be deleted and replaced with the following:

The name of the limited liability company is Commercial Handyman, LLC.

THIRD: Article V of the Articles of Organization shall be deleted and replaced with the following:

The Limited Liability Company shall be managed by its members, and the members are: Colonial Square Realty, Inc., Tammy Price and Ed Moulton, at 1164 Goodlette Road, Naples, Florida 34102.

Member:

Colonial Square Realty, Inc.

By: _____


Clifford A. Olson, President

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
GEM FUND, LLC

FILED
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TALLAHASSEE, FLORIDA

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Member:

Colonial Square Realty, Inc.

By: _____

Clifford A. Olson, President