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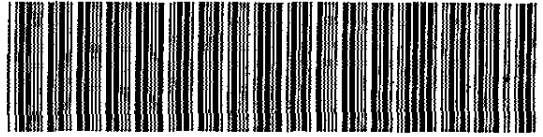
(Business Entity Name)

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LLC  
Amend  
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DIVISION OF CORPORATIONS  
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**THOMAS SALE, JR.**  
Attorney and Counsellor at Law

SUITE ONE  
602 HARRISON AVENUE  
MAIL ADDRESS, P.O. BOX 428  
PANAMA CITY, FLORIDA 32402

TELEPHONE: (850) 763-7311  
FAX: (850) 763-8986

January 7, 2004

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Head Land, Bay County, L.L.C. Amendment

Gentlemen:

Enclosed are an original and one copy of Articles of Amendment for the subject LLC which we will appreciate your filing and returning a certified copy. My check in the amount of \$55.00 for the filing fee and certified copy is also enclosed.

If there is any question, please call us at the above number.

Very truly yours,



Thomas Sale, Jr.

TSJr./km

Enclosures

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DIVISION OF CORPORATIONS  
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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF  
HEAD LAND, BAY COUNTY, L.L.C.**

First, the date of filing of the Articles of Organization was July 21, 2003.

Second, the following amendments to the Articles of Organization are adopted by the limited liability company:

(1) Article II, Exercise of Powers, is amended to from and hereafter read as follows:

**"ARTICLE III  
EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business affairs of this limited liability company shall be managed by, a Manager or Managers of this limited liability company. "

(2) Article IV, Management, is amended to from and hereafter read as follows:

**"ARTICLE IV  
MANAGEMENT**

The limited liability company is to be managed by a manager or managers. The sole present manager's name and address is:

Hilary E. Head  
14854 Bayview Circle  
Panama City Beach, FL 32413"

Executed this 7th day of October, 2003.



William M. Head  
Sole Member

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