

L040000 44177

(Requestor's Name)

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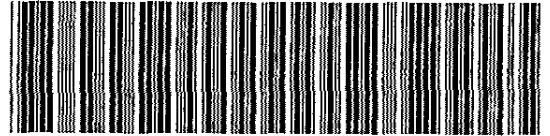
(Business Entity Name)

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 778177 81314A  
AUTHORIZATION : Patricia Pigute  
COST LIMIT : \$ 55.00

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ORDER DATE : June 25, 2004  
ORDER TIME : 9:50 AM  
ORDER NO. : 778177-015  
CUSTOMER NO: 81314A  
CUSTOMER: Mr. Thomas W. Dvorak  
Kohl & Richard, P.a.  
2055 South Kanner Highway  
Stuart, FL 34994

DOMESTIC AMENDMENT FILING

NAME: SEVEN SEAS EXUMA GI VILLAS 53,  
LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd -- EXT# 2940  
EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF AMENDMENT OF  
SEVEN SEAS EXUMA GI VILLAS 53, LLC.

I

Pursuant to the provisions of Florida Statutes, the Articles of Organization of the above named company (the "Company"), filed with the Department of State on June 11, 2004, and Document Number L04000044177, are hereby corrected to read as follows:

II

THE TITLE of the Articles is hereby to read as follows:

ARTICLES OF AMENDMENT FOR  
SEVEN SEAS EXUMA GI VILLAS FIFTY-THREE, LLC

III

ARTICLE I is hereby amended to read as follows:

The name of the Limited Liability Company is: Seven Seas Exuma GI Villas Fifty-Three, LLC

IV

ARTICLE II is hereby amended to read as follows:

ARTICLE II  
ADDRESS

The principal place of business and mailing address of this Company shall be:

18743 Long Lake Drive  
Boca Raton, Florida 33496

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V

ARTICLE IV is hereby amended to read as follows:

**ARTICLE I V**  
**MANAGEMENT**

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

The names and addresses of the Managers of the Company are:

Paul Adkins  
18743 Long Lake Drive  
Boca Raton, Florida 33496

Gary Cantor  
7 Ocean Harbour Circle  
Ocean Ridge, FL 33435



Thomas W. Dvorak,  
Authorized Representative